B&A Buys & Associates, Inc.
Environmental Consultants

2580 Creekview Road
Moab, Utah 84532
435/719-2018 435/719-2019 Fax

July 28, 2008

Diana Mason
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Application for Permit to Drill—XTO Energy, Inc.
RBU 9-2F
1,619' FSL & 520' FEL, NE/4 SE/4, Section 2, T10S, R20E, SLB&M, Uintah County, Utah

Dear Diana:

On behalf of XTO Energy, Inc., Buys & Associates, Inc., respectfully submits the enclosed original and one copy of the Application for Permit to Drill (APD) for the above referenced Federal surface and SITLA mineral vertical well. The location of the surface and target location as well as all points along the intended well bore path are within Cause No. 259-01 and are not within 460 feet of any uncommitted tracts or the unit boundary. Included with the APD is the following supplemental information:

Exhibit "A" - Survey plats, layouts and photos of the proposed well site;

Exhibit "B" - Proposed location maps with access and utility corridors;

Exhibit "C" - Production site layout;

Exhibit "D" - Drilling Plan;

Exhibit "E" - Surface Use Plan with APD Certification;

Exhibit "F" - Typical BOP and Choke Manifold diagram;

Exhibit "G" - Cultural and Paleontological Clearance Reports.

Thank you very much for your timely consideration of this application. Please feel free to contact myself or Ken Secrest of XTO Energy, Inc. at 435-722-4521 if you have any questions or need additional information.

Sincerely,

Don Hamilton

Don Hamilton
Agent for XTO Energy, Inc.

cc: Jim Davis, SITLA
Fluid Mineral Group, BLM—Vernal Field Office (with BLM surface use request sundry notice)
Ken Secrest, XTO Energy, Inc. (with BLM surface use request sundry notice)

ORIGINAL

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

5. MINERAL LEASE NO: ML-10716	6. SURFACE: Federal
1A. TYPE OF WORK: DRILL ☑ REENTER ☐ DEEPEN ☐	7. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
B. TYPE OF WELL: OIL ☐ GAS ☑ OTHER _____ SINGLE ZONE ☐ MULTIPLE ZONE ☑	8. UNIT or CA AGREEMENT NAME: River Bend Unit
2. NAME OF OPERATOR: XTO Energy, Inc.	9. WELL NAME and NUMBER: RBU 9-2F
3. ADDRESS OF OPERATOR: PO Box 1360 CITY Roosevelt STATE UT ZIP 84066 / PHONE NUMBER: (435) 722-4521	10. FIELD AND POOL, OR WILDCAT: Natural Buttes
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 1,619' FSL & 520' FEL, NE/4 SE/4, 617444X 44255924 39.974227 -109.624708 AT PROPOSED PRODUCING ZONE:	11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 2 10S 20E S
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 8.38 miles southeast of Ouray, Utah	12. COUNTY: Uintah / 13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET): 520'	16. NUMBER OF ACRES IN LEASE: 647.28 / 17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET): 1,100'	19. PROPOSED DEPTH: 9,960 / 20. BOND DESCRIPTION: SITLA Blanket 104312 762
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 5,003' GR	22. APPROXIMATE DATE WORK WILL START: 9/15/2008 / 23. ESTIMATED DURATION: 14 days

24. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
12-1/4"	9-5/8" J-55 ST 36#	2,400	see Drilling Plan
7-7/8"	5-1/2" N-80 LT 17#	9,960	see Drilling Plan

25. ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- ☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
- ☐ EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER
- ☑ COMPLETE DRILLING PLAN
- ☐ FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Don Hamilton TITLE Agent for XTO Energy, Inc.

SIGNATURE Don Hamilton DATE 7/28/2008

(This space for State use only)

RECEIVED
AUG 04 2008

Approved by the
Utah Division of
Oil, Gas and Mining

API NUMBER ASSIGNED: 43-047-40289

APPROVAL DIV. OF OIL, GAS & MINING

Date: 08-18-08

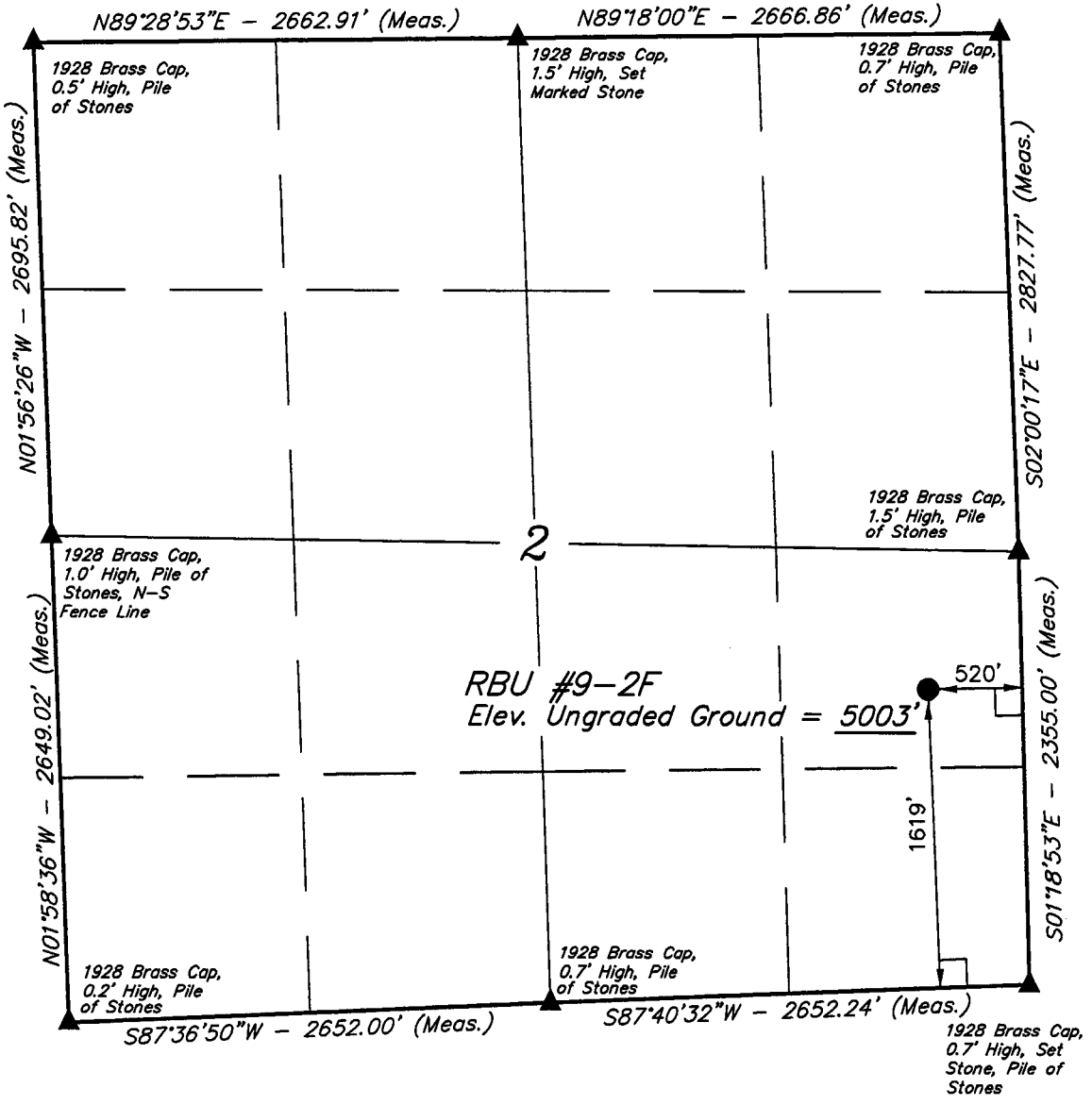
By:

(11/2001)

Federal Approval of this Action is Necessary

(See Instructions on Reverse Side)

T10S, R20E, S.L.B.&M.



XTO ENERGY, INC.

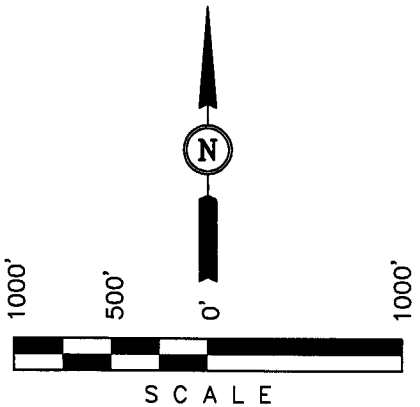
Well location, RBU #9–2F, located as shown in the NE 1/4 SE 1/4 of Section 2, T10S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT THE SOUTHWEST CORNER OF SECTION 20, T10S, R19E, S.L.B.&M. TAKEN FROM THE BIG PACK MTN. NW QUADRANGLE, UTAH, UINTAH COUNTY 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5251 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

LEGEND:

└ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 39°58'27.31" (39.974253)
LONGITUDE = 109°37'31.28" (109.625356)
(NAD 27)
LATITUDE = 39.58'27.44" (39.974289)
LONGITUDE = 109°37'28.79" (109.624664)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789–1017

SCALE: 1" = 1000'	DATE SURVEYED: 11–05–07	DATE DRAWN: 11–28–07
PARTY: B.H. C.G. S.G.	REFERENCES: G.L.O. PLAT	
WEATHER: WARM	FILE: XTO ENERGY, INC.	

XTO ENERGY INC.

RBU 9-2F
APD Data
July 27, 2008

Location: 1619' FSL & 520' FEL, Sec. 2, T10S,R20E **County**: Uintah **State**: Utah

GREATEST PROJECTED TD: 9960' MD OBJECTIVE: Wasatch/Mesaverde
APPROX GR ELEV: 5003' Est KB ELEV: 5017' (14' AGL)

1. MUD PROGRAM:

INTERVAL	0' to 2400'	2400' to 9960'
HOLE SIZE	12.25"	7.875"
MUD TYPE	FW/Spud Mud	KCl Based LSND / Gel Chemical
WEIGHT	8.4	8.6-9.20
VISCOSITY	NC	30-60
WATER LOSS	NC	8-15

Remarks: Use fibrous materials as needed to control seepage and lost circulation. Pump high viscosity sweeps as needed for hole cleaning. Raise viscosity at TD for logging. Reduce viscosity after logging for cementing purposes. The mud system will be monitored visually/manually.

2. CASING PROGRAM:

Surface Casing: 9.625" casing set at ± 2400' in a 12.25" hole filled with 8.4 ppg mud

Interval	Length	Wt	Gr	Cplg	Coll Rating (psi)	Burst Rating (psi)	Jt Str (M-lbs)	ID (in)	Drift (in)	SF Coll	SF Burst	SF Ten
0'-2400'	2400'	36#	J-55	ST&C	2020	3.36	394	8.921	8.765	1.93	3.36	4.56

Production Casing: 5.5" casing set at ±9960' in a 7.875" hole filled with 9.2 ppg mud.

Interval	Length	Wt	Gr	Cplg	Coll Rating (psi)	Burst Rating (psi)	Jt Str (M-lbs)	ID (in)	Drift (in)	SF Coll	SF Burst	SF Ten
0'-9960'	9960'	17#	N-80	LT&C	6280	7740	348	4.892	4.767	1.67	2.05	2.06

Collapse and burst loads calculated at TVD with 0.1 psi/ft gas gradient back up.

3. WELLHEAD:

A. Casing Head: Larkin Fig 92 (or equivalent), 9" nominal, 2,000 psig WP (4,000 psig test) with 9-5/8" 8rnd thread on bottom (or slip-on, weld-on) and 11-3/4" 8rnd thread on top.
B. Tubing Head: Larkin Fig 612 (or equivalent), 6.456" nominal, 5,000 psig WP, 5-1/2" 8rnd female thread on bottom (or slip-on, weld-on), 8-5/8" 8rnd thread on top.

4. CEMENT PROGRAM:

A. Surface: 9.625", 36#, J-55, ST&C casing to be set at ±2400' in 12.25" hole.

LEAD:
±205 sx of Type V cement (or equivalent) typically containing accelerator and LCM mixed at 11.0 ppg, 3.82 cu. ft./sk..

TAIL:
225 sx of Class G (or equivalent) typically containing accelerator and LCM mixed at 15.8 ppg, 1.15 cu. ft./sk.

Total estimated slurry volume for the 9.625" surface casing is 1041.1 ft^3. Slurry includes 35% excess of calculated open hole annular volume to 2400'.

B. Production: 5.5", 17#, N-80 (or equiv.), LT&C casing to be set at ±9960' in 7.875" hole.

LEAD:
±523 sx of Premium Plus V Blend. (Type V/Poz/Gel) or equivalent, with dispersant, fluid loss, accelerator, & LCM mixed at 11.6 ppg, 3.12 ft^3/sk, 17.71 gal wtr/sx.

TAIL:
300 sx Class G or equivalent cement with poz, bonding additive, LCM, dispersant, & fluid loss mixed at 13.0 ppg, 1.75 cuft/sx, 9.09 gal/sx.

Total estimated slurry volume for the 5.5" production casing is 2158 ft^3. Slurry includes 15% excess of calculated open hole annular volume.

Note: The slurry design may change slightly based upon actual conditions. Final cement volumes will be determined from the caliper logs plus 15% or greater excess. The cement is designed to circulate on surface casing strings.

5. LOGGING PROGRAM:

A. Mud Logger: The mud logger will come on at the surface casing point and will remain on the hole until TD. The mud will be logged in 10' intervals.

B. Open Hole Logs as follows: Run Array Induction/SFL/GR/SP fr/TD (9960') to the bottom of the surface csg. Run Neutron/Lithodensity/Pe/GR/Cal from TD (9960') to 2400'.

6. FORMATION TOPS:

FORMATION	Sub-Sea Elev. (@SHL)	TVD (@SHL)
Green River	3,525	1,497
Mahogany Bench Mbr.	2,675	2,347
Wasatch Tongue	635	4,387
Green River Tongue	305	4,717
Wasatch*	168	4,854
Chapita Wells*	-520	5,542
Uteland Buttes	-1,875	6,897
Mesaverde*	-2,940	7,962
Castlegate	N/A	N/A
TD**	**-4,938**	**9,960**

* *Primary Objective*

7. ANTICIPATED OIL, GAS, & WATER ZONES:

A.

Formation	Expected Fluids	Well Depth Top
Green River	Water/Oil Shale	1,497
Mahogoany Bench Mbr.	Water/Oil Shale	2,347
Wasatch Tongue	Oil/Gas/Water	4,387
Green River Tongue	Oil/Gas/Water	4,717
Wasatch*	Gas/Water	4,854
Chapita Wells*	Gas/Water	5,542
Uteland Buttes	Gas/Water	6,897
Mesaverde*	Gas/Water	7,962
Castlegate	Gas/Water	N/A

A. Appropriately weighted mud will be used to isolate potential gas, oil, and water zones until such time as casing can be cemented into place for zonal isolation.
B. There are no known potential sources of H_2S.
C. Expected bottom hole pressures are between 4100 psi and 4600 psi.
D. Base of Moderately Saline Water (USGS) at 4192'.

8. BOP EQUIPMENT:

Surface will not utilize a bop stack.

Production hole will be drilled with a 3000 psi BOP stack.

Minimum specifications for pressure control equipment are as follows:

Ram Type: 11" Hydraulic double ram with annular, 3000 psi w.p.

Ram type preventers and associated equipment shall be tested to approved stack working pressure if isolated by test plug or to 70% of internal yield pressure of casing. Pressure shall be maintained for at least 10 minutes or until requirements of test are met, whichever is longer. If a test plug is utilized, no bleed-off pressure is acceptable. For a test not utilizing a test plug, if a decline in pressure of more than 10% in 30 minutes occurs, the test shall be considered to have failed. Valve on casing head below test plug shall be open during test of BOP stack.

Annular type preventers (if used) shall be tested to 50% of rated working pressure. Pressure shall be maintained at least 10 minutes or until provisions of test are met, whichever is longer.

As a minimum, the above test shall be performed:

a. when initially installed:

b. whenever any seal subject to test pressure is broken

c. following related repairs: and

d. at 30 day intervals

Valves shall be tested from working pressure side during BOPE tests with all down stream valves open.

When testing the kill line valve(s) shall be held open or the ball removed.

Annular preventers (if used) shall be functionally operated at least weekly.

Pipe and blind rams shall be activated each trip, however, this function need not be performed more than once a day.

A BOPE pit level drill shall be conducted weekly for each drilling crew.

The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No.2 for equipment and testing requirements, procedures, etc., and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests. Pressure tests shall apply to all related well control equipment.

BOP systems shall be consistent with API RP53. Pressure tests will be conducted before drilling out from under casing strings which have been set and cemented in place. Test pressures for BOP equipment are as follows:

Annular BOP -- 1500 psi
Ram type BOP -- 3000 psi
Kill line valves -- 3000 psi
Choke line valves and choke manifold valves -- 3000 psi
Chokes -- 3000 psi
Casing, casinghead & weld -- 1500 psi
Upper kelly cock and safety valve -- 3000 psi
Dart valve -- 3000 psi

Blowout preventer controls will be installed prior to drilling the surface casing plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection will be recorded on the daily drilling report. Preventers will be pressure tested before drilling casing cement plugs.

The BLM in Vernal, UT shall be notified, at least 24 hours prior to initiating the pressure test, in order to have a BLM representative on location during pressure testing.

a. The size and rating of the BOP stack is shown on the attached diagram.

b. A choke line and a kill line are to be properly installed.

c. The accumulator system shall have a pressure capacity to provide for repeated operation of hydraulic preventers.

d. Drill string safety valve(s), to fit all tools in the drill string, are to be maintained on the rig floor while drilling operations are in progress.

e. See attached BOP & Choke manifold diagrams.

9. COMPANY PERSONNEL:

Name	Title	Office Phone	Home Phone
John Egelston	Drilling Engineer	505-333-3163	505-330-6902
Bobby Jackson	Drilling Superintendent	505-333-3224	505-486-4706
Glen Christiansen	Project Geologist	817-885-2800	

SURFACE USE PLAN

Name of Operator:	XTO Energy, Inc.
Address:	P.O. Box 1360; Roosevelt, Utah 84066
Well Location:	RBU 9-2F 1,619' FSL & 520' FEL, NE/4 SE/4, Section 2, T10S, R20E, SLB&M, Uintah County, Utah

The surface owner or surface owner representative and dirt contractor will be provided with an approved copy of the surface use plan of operations and approved conditions of approval before initiating construction.

The onsite inspection for the referenced well was conducted on Tuesday, April 29, 2008 at approximately 11:50 am. In attendance at the onsite inspection were the following individuals:

Karl Wright	Natural Resource Specialist	BLM – Vernal Field Office
Brandon McDonald	Wildlife Biologist	BLM – Vernal Field Office
Floyd Bartlett	Inspector	DOGM – Roosevelt Field Office
Brandon Bowthorpe	Surveyor	Uintah Engineering & Land Surveying
Randy Jackson	Foreman	Jackson Construction
Billy McClure	Foreman	LaRose Construction
Jody Mecham	Engineer	XTO Energy Inc.
Ken Secrest	Regulatory Coordinator	XTO Energy, Inc.

1. Location of Existing Roads:

   a. The proposed well site is located approximately 8.38 miles southeast of Ouray, Utah.

   b. Directions to the proposed well site have been attached at the end of Exhibit B.

   c. The use of roads under State and County Road Department maintenance are necessary to access the River Bend Unit area. However, an encroachment permit is not anticipated since no upgrades to the State or County Road system are proposed at this time.

   d. All existing roads will be maintained and kept in good repair during all phases of operation.

   e. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.

   f. Since no improvements are anticipated to the State, County, Tribal or BLM access roads no topsoil striping will occur.

   g. An off-lease federal Right-of-Way is not anticipated for the access road and utility corridors since both are located entirely within the River Bend Unit area.

2. Planned Access Roads:

a. From the existing RBU 8-2F access road located on BLM surface and SITLA mineral an access is proposed trending southeast 0.25 miles along new disturbance to the proposed well site. The access crosses no significant drainages.

b. A road design plan is not anticipated at this time.

c. The proposed access road will consist of a 24' travel surface within a 30' disturbed area across entirely BLM and surface.

d. BLM approval to construct and utilize the proposed access road is requested with this application.

e. A maximum grade of 10% will be maintained throughout the project.

f. No turnouts are proposed since adequate site distance exists in all directions.

g. Several low-water crossings and no culverts are anticipated. Adequate drainage structures will be incorporated into the road.

h. No surfacing material will come from federal or Indian lands.

i. No gates or cattle guards are anticipated at this time.

j. Surface disturbance and vehicular travel will be limited to the approved location access road.

k. All access roads and surface disturbing activities will conform to the standards outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards and Guidelines for Oil and Gas Exploration and Development (Gold Book – Fourth Edition - Revised 2007).

l. The operator will be responsible for all maintenance of the access road including drainage structures.

3. Location of Existing Wells:

a. Exhibit B has a map reflecting these wells within a one mile radius of the proposed well.

4. Location of Existing and/or Proposed Production Facilities:

a. All permanent structures will be painted a flat, non-reflective Covert Green /Carlsbad Canyon to match the standard environmental colors. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

b. Site security guidelines identified in 43 CFR 3163.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.

c. A gas meter run will be constructed and located on lease within 500 feet of the wellhead. Meter runs will be housed and/or fenced. All gas production and measurement shall comply with the provisions of 43 CFR 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

d. A tank battery will be constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain the storage capacity of the largest tank. All loading lines

and valves will be placed inside the berm surrounding the tank battery. All liquid hydrocarbons production and measurement shall conform to the provisions of 43 CFR 3162.7-3 and Onshore Oil and Gas Order No. 4 and Onshore Oil and Gas Order No. 5 for natural gas production and measurement.

e. Any necessary pits will be properly fenced to prevent any wildlife and livestock entry.

f. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic. The road will be maintained in a safe useable condition.

g. The site will require periodic maintenance to ensure that drainages are kept open and free of debris, ice, and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

h. A pipeline corridor containing a single steel gas pipeline is associated with this application and is being applied for at this time. The proposed pipeline corridor will leave the east side of the well site and traverse 1,146' northwest to the existing RBU 8-2F pipeline corridor.

i. XTO Energy, Inc. also requests permission to upgrade the existing pipeline corridor to contain a single steel gas pipeline within the previously approved pipeline corridor and traverse between the existing RBU 8-2F tie-in point and the RBU 11-2Fcompressor.

j. The new and upgraded segments of the gas pipeline will be a 12" or less buried line within a 45' wide pipeline corridor.

k. Construction of the pipeline corridor will temporarily utilize the 30' disturbed width for the road for a total disturbed width of 75' for the road and pipeline corridors. The use of the proposed well site and access roads will facilitate the staging of the pipeline corridor construction.

l. XTO Energy, Inc. intends to bury the pipeline and connect the pipeline together utilizing conventional welding technology.

5. Location and Type of Water Supply:

a. No water supply pipelines will be laid for this well.

b. No water well will be drilled for this well.

c. Drilling water for this will be hauled on the road(s) shown in Exhibit B.

d. Water will be hauled from one of the following sources:
   - Water Permit # 43-10991, Section 9, T8S, R20E;
   - Water Permit #43-2189, Section 33, T8S, R20E;
   - Water Permit #49-2158, Section 33, T8S, R20E;
   - Water Permit #49-2262, Section 33, T8S, R20E;
   - Water Permit #49-1645, Section 5, T9S, R22E;
   - Water Permit #43-9077, Section 32, T6S, R20E;
   - Tribal Resolution 06-183, Section 22, T10S, R20E;

6. Source of Construction Material:

a. The use of materials will conform to 43 CFR 3610.2-3.

b. No construction materials will be removed from Ute Tribal or BLM lands.

c. If any gravel is used, it will be obtained from a state approved gravel pit.

7. Methods of Handling Waste:

a. All wastes associated with this application will be contained and disposed of utilizing approved facilities.

b. Drill cuttings will be contained and buried on site.

c. The reserve pit will be located outboard of the location and along the south side of the pad.

d. The reserve pit will be constructed so as not to leak, break, or allow any discharge.

e. The reserve pit will be lined with 16 mil minimum thickness plastic nylon reinforced liner material. The liner will overlay a felt liner pad only if rock is encountered during excavation. The pit liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operation.

f. The reserve pit has been located in cut material. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. After the reserve pit has dried, all areas not needed for production will be rehabilitated.

g. No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completion of the well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completion of the well.

h. Trash will be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to the approved Uintah County Landfill near Vernal, Utah.

i. Produced fluids from the well other than water will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.

j. After initial clean-up, a 400 bbl tank will be installed to contain produced waste water. This water will be transported from the tank to an approved XTO Energy, Inc. disposal well for disposal.

k. Produced water from the production well will be disposed of at the RBU 13-11F or RBU 16-19F disposal wells in accordance with Onshore Order #7.

l. Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed of in the same manner as the drilling fluid.

m. Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to the Vernal Wastewater Treatment Facility in accordance with state and county regulations.

8. Ancillary Facilities:

a. Garbage Containers and Portable Toilets are the only ancillary facilities proposed in this application.

b. No camps, airstrips or staging areas are proposed with this application.

9. Well Site Layout: (See Exhibit B)

a. The well will be properly identified in accordance with 43 CFR 3162.6.

b. Access to the well pad will be from the northeast.

c. The pad and road designs are consistent with BLM specifications.

d. A pre-construction meeting with responsible company representative, contractors and the BLM will be conducted at the project site prior to commencement of surface-disturbing activities. The pad and road will be construction-staked prior to this meeting.

e. The pad has been staked at its maximum size; however it will be constructed smaller if possible, depending upon rig availability. Should the layout change, this application will be amended and approved utilizing a sundry notice.

f. All surface disturbing activities, will be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

g. All cut and fill slopes will be such that stability can be maintained for the life of the activity.

h. Diversion ditches will be constructed as shown around the well site to prevent surface waters form entering the well site area.

i. The site surface will be graded to drain away from the pit to avoid pit spillage during large storm events.

j. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

k. Pits will remain fenced until site cleanup.

l. The blooie line will be located at least 100 feet from the well head.

m. Water injection may be implemented if necessary to minimize the amount of fugitive dust.

10. Plans for Restoration of the Surface (Interim Reclamation and Final Reclamation):

a. Site reclamation for a producing well will be accomplished for portions of the site not required for the continued operation of the well.

b. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.Once the reserve pit is dry, the plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit. The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours.

c. Following BLM published Best Management Practices the interim reclamation will be completed within 90 days of completion of the well to reestablish vegetation, reduce dust and erosion and compliment the visual resources of the area.
    a. All equipment and debris will be removed from the area proposed for interim reclamation and the pit area will be backfilled and re-contoured.
    b. The area outside of the rig anchors and other disturbed areas not needed for the operation of the well will be re-contoured to blend with the surrounding area and reseeded at 12 lbs /acre with the following native grass seeds:
        - Hy-Crested Wheat Grass (4 lbs / acre)
        - Needle and Thread Grass (4 lbs / acre)
        - Squirrel Tail (4 lbs / acre)
    c. Reclaimed areas receiving incidental disturbance during the life of the producing well will be re-contoured and reseeded as soon as practical.

d. The Operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites, or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the BLM or the appropriate County Extension Office. On BLM administered land, it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.

e. Prior to final abandonment of the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. The site will then be seeded and/or planted as prescribed by the BLM. The BLM recommended seed mix will be detailed within their approval documents.

11. Surface and Mineral Ownership:

a. Surface Ownership – Federal under the management of the Bureau of Land Management - Vernal Field Office, 170 South 500 East, Vernal, Utah 84078; 435-781-4400.

b. Mineral Ownership – State of Utah – under the management of the SITLA -State Office, 675 East 500 South, Suite 500, Salt Lake, City, Utah 84102-2818; 801-538-5100.

12. Other Information:

a. Operators Contact Information:

Title	Name	Office Phone	Mobile Phone	e-mail
Company Rep.	Ken Secrest	435-722-4521	435-828-1450	Ken_Secrest@xtoenergy.com
Agent	Don Hamilton	435-719-2018	435-719-2018	starpoint@etv.net

b. An Independent Archeologist. has conducted a Class III archeological survey. A copy of the report is attached and has also been submitted under separate cover to the appropriate agencies by An Independent Archeologist.

c. Alden Hamblin has conducted a paleontological survey. A copy of the report is attached and has also been submitted under separate cover to the appropriate agencies by Alden Hamblin.

d. Our understanding of the results of the onsite inspection are:

a. No Threatened and Endangered flora and fauna species were found during the onsite inspection.

b. No drainage crossings that require additional State or Federal approval are being crossed.

c. The access road will be graveled as necessary to cross areas of sand and clay.

d. Low-water crossings will be utilized as needed, if base is used

e. Within the crossings the top of the base will be level with the drainage on either side of the road.

f. An antelope fawning timing restriction of May 1 to June 30 is being applied as an applicant committed mitigation measure with a waiver possible pending evaluation at the time of drilling.

Certification:

I hereby certify that I, or someone under my direct supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exists; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application and that bond coverage is provided under XTO Energy, Inc's BLM bond UTB-000138 and SITLA bond 104312 762. These statements are subject to the provisions of 18 U.S.C. 1001 for the fling of false statements.

Executed this 28th day of July, 2008.

Don Hamilton

Don Hamilton -- Agent for XTO Energy, Inc.
2580 Creekview Road
Moab, Utah 84532

435-719-2018
starpoint@etv.net

BOP Equipment

3000psi WP

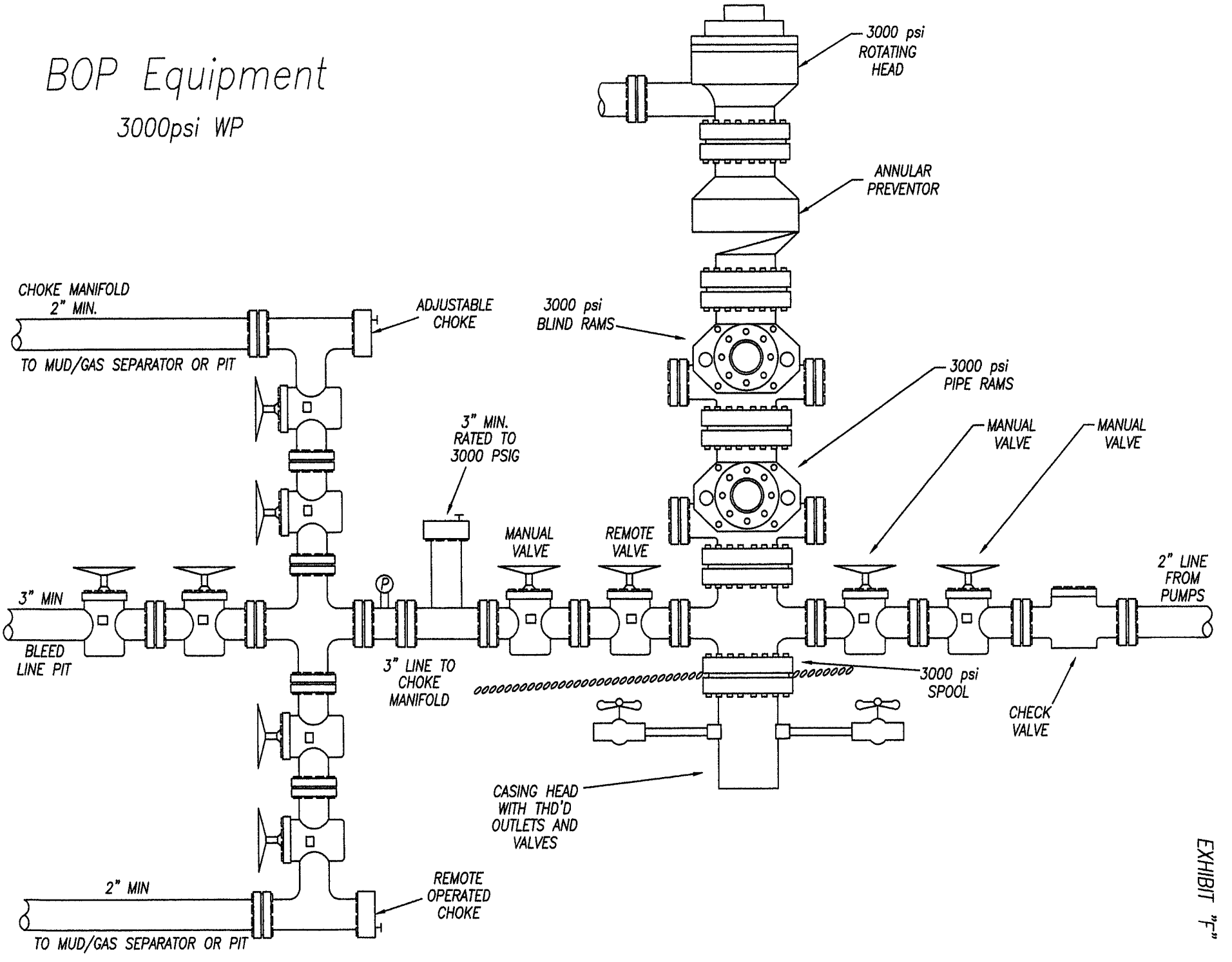


EXHIBIT "F"

XTO Energy Corporation; River Bend Unit #9-2F: A Cultural Resource Inventory for a well its access and pipeline, Uintah County, Utah.

By
James A. Truesdale

James A. Truesdale
Principal Investigator

Prepared For
XTO Energy Corporation
1400 North State Street
P.O.Box 1360
Roosevelt, Utah
84066

Prepared By
AN INDEPENDENT ARCHAEOLOGIST
P.O.Box 153
Laramie, Wyoming
82073

Utah Project # U-08-AY-149(b)

April 10, 2008

Table of Contents

List of Figures

Introduction

An Independent Archaeologist (AIA) was contacted by a representative of XTO Energy Corporation to conduct a cultural resources investigation of the proposed River Bend Unit (RBU) #9-2F well, its access and pipeline. The location of the project area is the NE/SE 1/4 of Section 2, T10S, R20E Uintah County, Utah (Figure 1).

The proposed RBU #9-2F well's centerstake footage (Alternate #1) is 1619' FSL, 520' FEL. The proposed RBU #9-2F well's centerstake Universal Transverse Mercator (UTM) coordinate is Zone 12, North American Datum (NAD) 83, 06/17/479.622 mE 44/25/604.223 mN.

From an existing oil and gas field service road and pipeline, the proposed access and pipeline trends 1500 feet (457.3 m) east, then southeast then south to the proposed well pad.

The surface and minerals of Section 2 T10S R20E is administered by the Utah Bureau of Land Management (BLM), Vernal District Office, Book Cliffs Resource Area. A total of 23.76 acres (10 block, 13.76 linear) was surveyed. The fieldwork was conducted on April 5, 2008 by AIA owner and principal investigator James Truesdale and AIA staff archaeologist CJ Truesdale. All the field notes and maps are located in the AIA office in Laramie, Wyoming.

File Search

A file search was conducted by the Office of the Utah Division of State History (UDSH), Antiquities Section, Records Division on March 27. An additional file search was conducted at the Vernal BLM office in March of 2006 by the author. An update of AIA's USGS 7.5'/1968 (photorevised 1987) Big Pack Mountain NW and Big Pack Mountain NE quadrangle maps from the UDSH's Big Pack Mountain NW and Big Pack Mountain NE quadrangle base maps occurred on November 8, 2003 and again on February 3, 2004. The UDSH SHPO GIS file search reported that five previous projects (U-98-AY-574, U-00-AY-803, U-01-AY-319, U-03-AY-207 and U-06-MQ-233) have been conducted in the general area (Section 2 of T10S R20E). In addition, one additional project (U-08-AY-142) has been previously recorded. The Utah SHPO GIS files search indicated that no sites had been previously recorded in Section 2 of T10S R20E.

Environment

Physiographically, the project is located in the eastern part of the River Bend Unit in the Uinta Basin, 14 miles south of Ouray, Utah. The Uinta Basin is structurally the lowest part of the Colorado Plateau geographical province (Thornbury 1965:425). The Uinta basin is a large, relatively flat, bowl shaped, east-west asymmetrical syncline near the base of the Uinta Mountains.

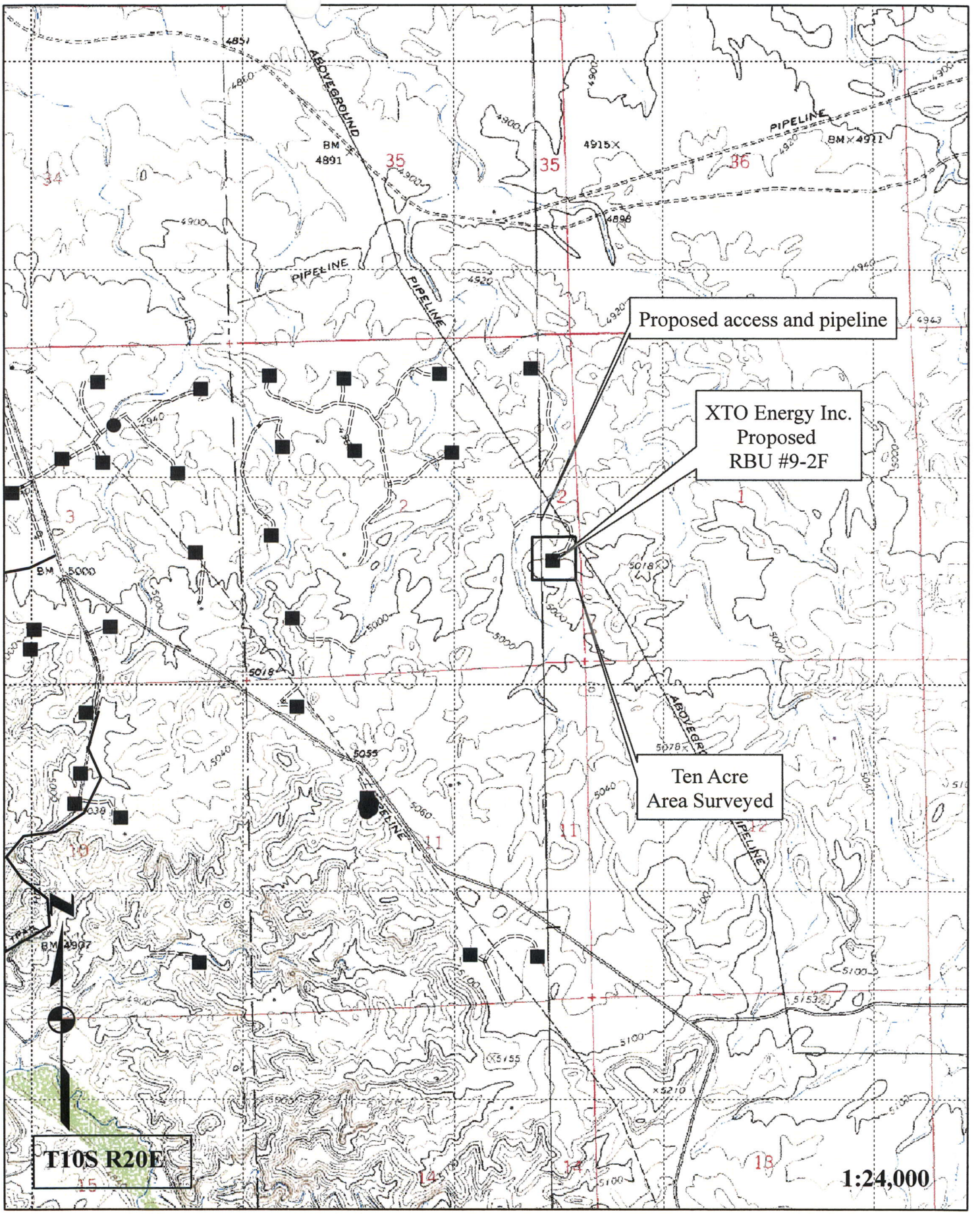


Figure 1. Location of the XTO Energy Inc. proposed RBU #9-2F well, pipeline and access on USGS 7.5' Quadrangle map Big Pack Mountain NW (1968).

The topography is characteristic of sloping surfaces that incline northward and are mainly dip slopes on the harder layers of Green River and Uinta Formations (Stokes 1986).

A thick section of more than 9000 feet (2743.9 m) of early Tertiary rocks are exposed (Childs 1950). These rocks are mainly Paleocene and Eocene in age and consist of sandstone, clay and shale lacustrine, fluviatile, and deltaic continental deposits, most famous of which are the lacustrine Green River Beds.

The immediate project area is situated on a sequence of large upland hills and ridges that are located east of the Willow Creek Canyon. The area is characterized as having steep ridges and/or buttes of relatively thick Uinta Formation sandstone, with thinner layers of clays and shale. The hills, ridges and buttes are dissected by several steep sided ephemeral drainage washes with wide flat alluvial plains. Portions of the desert hardpan and bedrock are covered with various sizes of residual angular to tabular pieces of eroding sandstone, clay and shale. Many of the higher hills and ridges exhibit ancient terrace (pediment) surfaces containing pebble and cobble gravel. Some of these pebbles and cobbles exhibit a dark brown to black desert varnish (patination). In addition, many of the hills and ridge slopes are covered with aeolian sand that may reach a depth of 100 to 150 cm.

Vegetation in the River Bend Unit area is characteristic of a low sagebrush community with shad scale and greasewood. Species observed in the project area include; big sagebrush (Artemesia tridentata), shadscale (Atriplex confertifolia), saltbush (Atriplex nuttallii), rabbitbrush (Chrysothamnus viscidiflorus), winterfat (Eurotia lanata), greasewood (Sarcobatus baileyi), wild buckwheat, Erigonum ovvalifolium), desert trumpet (Erigonum inflatum), Indian rice grass (Oryzopsis hymenoides), western wheatgrass (Agropyron smithii), spiked wheatgrass (Agropyron sp.), crested wheatgrass (Agropyron cristatum), June grass (Koeleria cristata), cheat grass (Bromus tectorum), desert globemallow (Bromus tectorum), lupine (Lupinus sp.), larkspur (Delphinium sp.), Indian paintbrush (Castilleja chromosa), peppergrass (Lepidium perfoliatum), scalloped phacelia (Phacelia intergrifolian), birdscage evening primrose (Oenothera deltoides), Russian thistle (Salsola kali), Russian knapweed (Centaurea repens), and prickly pear cactus (Opuntia sp.). In addition, a riparian community dominated by tall greasewood, cottonwood (Populas sp.), willow (Salix sp.), and salt cedar (tamerix) can be found along the Willow Creek Canyon bottom.

River Bend Unit (RBU) #9-2F

The proposed RBU #9-2F well pad is situated on the top of a large, relatively flat upland bench (Figures 2 and 3). A ledge of exposed sandstone can be found along the rim and eastern slope of

the bench. This bench is part of a much larger upland bench system of hills and ridges, and drainages that drain north then northwest to Willow Creek. A small southeast to northwest trending ephemeral drainage wash can be found to the west of the bench. Sediments on the well location are colluvial in nature. These colluvial deposits consist of shallow (≤ 5 cm), tan to reddish brown, poorly sorted, moderately compacted, sandy clay loam, mixed with small to medium sized flat angular pieces of sandstone, clay and shale on the ridge (Figure 3). Exposed and eroding to light brown sandstone and shale bedrock dominate the well pad landscape. Vegetation consists of low sagebrush, saltbush, rabbitbrush, greasewood, bunchgrasses (wheatgrass, cheat grass, Indian rice-grass), barrel and prickly pear cactus. The proposed well location is 5251 feet (1600.91 m) AMSL.

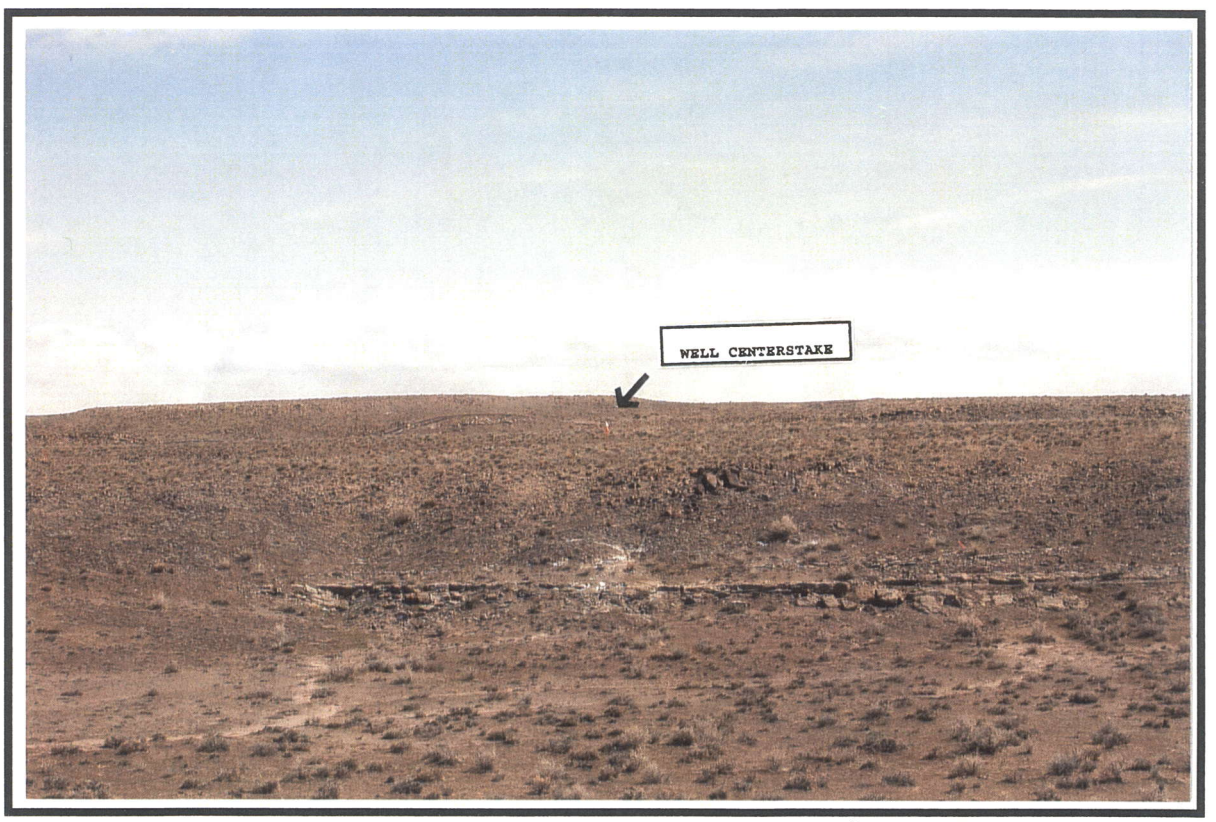


Figure 2. View to southeast at the proposed RBU #9-2F centerstake and well pad area.

From an existing oil and gas field service road and pipeline, the proposed access and pipeline parallel each other and trend 1500 feet (457.3 m) east, southeast then south to the proposed RBU #9-2F well. The access and pipeline leave the existing road and pipeline and head east, dropping down an east facing ridge slope and crossing a small south to north trending ephemeral drainage wash. The access and pipeline then continue east up the western slope of a upland hill and slowly turns southwest and parallels a existing surface pipeline before turning south and continues

across the top of a relatively flat bench to the proposed well pad. Sediments along the access and pipeline consist of a mixture of aeolian sand hat overlies shallow (5 to 10 cm), poorly sorted, loosely compacted, colluvial sandy clay loam. These colluvial deposits overlie sandstone, clay and shale bedrock. Vegetation along the access and pipeline is sparse and consists of low sagebrush, greasewood, rabbitbrush, saltbush, Russian thistle, bunchgrasses (wheatgrass, cheat grass, Indian rice-grass), and prickly pear cactus.

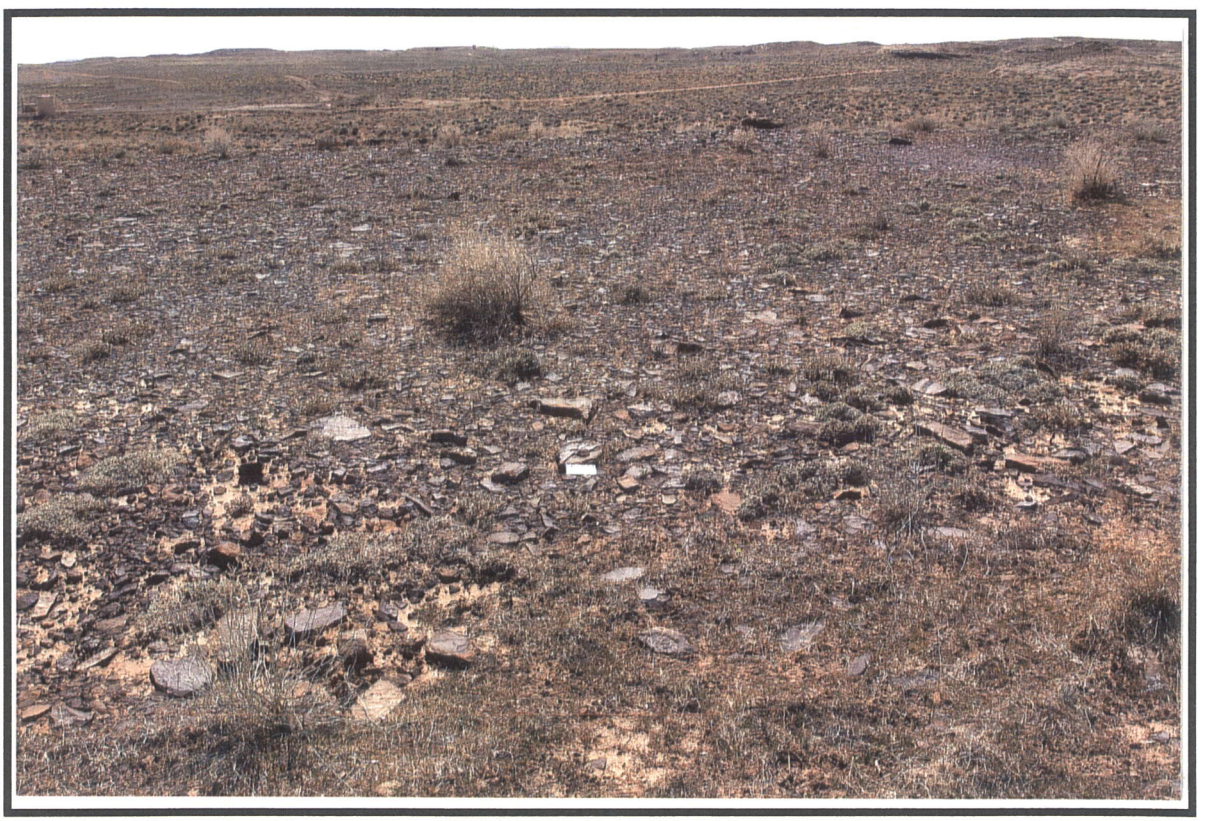


Figure 3. Oblique view of the colluvial deposits on and surrounding the proposed RBU #9-2F well pad area.

Field Methods

A total of 10 acres was surveyed around the centerstake of the proposed RBU #9-2F well location to allow for relocation of the pad if necessary. The survey was accomplished by walking transects spaced no more than 15 meters apart. The proposed access and pipeline parallel each other. Each of these linear corridors surveyed is 1500 feet (457.3 m) long and 200 feet (60.9 m) wide, 6.88 acres. Thus, 13.76 linear acres was surveyed.

Geologic landforms (rockshelters, alcoves, ridge tops and saddles) and areas of subsurface exposure (ant hills, blowouts, rodent holes and burrow, eroding slopes and cutbanks) were examined with special care in order to locate cultural resources

(sites, isolates) and possibly help assess a site's sedimentary integrity and potential for the presence and/or absence of buried intact cultural deposits. All exposures of sandstone cliff faces, alcoves or rockshelters, and talus slopes were surveyed.

When cultural materials are discovered, a more thorough survey of the immediate vicinity is conducted in order to locate any associated artifacts and to determine the horizontal extent (surface area) of the site. If no other artifacts are located during the search then the initial artifact was recorded as an isolated find. At times, isolated formal tools (typical end scrapers, projectile points) were drawn and measured. The isolate was then described and its location plotted on a U.S.G.S. topographic map and UTM coordinates are recorded.

When sites are found an Intermountain Antiquities Computer System (IMACS) form was used to record the site. At all sites, selected topographic features, site boundaries, stone tools and cultural features (hearths, foundations, trash dumps and trails) are mapped. Sites were mapped with a Brunton compass, Trimble Geophysical 3 and/or Garmin E-Trex GPS units, and pacing off distances from a mapping station (datum, PVC with aluminum tag). All debitage is inventoried using standard recording techniques (Truesdale et al 1995:7) according to material type, basic flake type, and so on. Selected (mostly complete) stone tools and projectile points are drawn and measured. All features (rockart panel(s), hearths, foundations, trash dumps and trails) are measured and described, while selected features are either drawn or photographed.

Site location data is recorded by a Trimble GeoExplorer 3 Global Positioning System (GPS) and/or Garmin GPS III Plus or a E-Trex GPS. Site elevation and Universal Transverse Mercator (UTM) grid data, its Estimated Position Error (EPE) and Dilution of Precision (DOP) were recorded. Using the GPS data, the site location was then placed on a USGS 7.5' quadrangle map.

Results

A total of 23.76 (10 block, 13.76 linear) acres were surveyed for cultural resources by AIA within and around the proposed XTO Energy Corporation River Bend Unit (RBU) #9-2F well, and along its access and pipeline. No cultural resources (sites, isolates) were recorded on or around the proposed RBU #9-2F or along its access and pipeline.

A moderate scatter of modern trash (plastic bottles, sanitary food cans, miscellaneous metal, wire, green, brown and clear glass bottles and bottle fragments, foam insulation, etc.) can be found on and surrounding the existing well pads and along the existing oil and gas field service roads in the River Bend Unit area.

Recommendations

A total of 23.76 (10 block, 13.76 linear) acres were surveyed for cultural resources by AIA within and around the proposed XTO Energy Corporation River Bend Unit #9-2F well, and along its access and pipeline. No cultural resources (sites, isolates) were recorded on or around the proposed RBU #9-2F or along its access and pipeline.

A moderate scatter of modern trash (plastic bottles, sanitary food cans, miscellaneous metal, wire, green, brown and clear glass bottles and bottle fragments, foam insulation, etc.) can be found on and surrounding the existing well pads and along the existing oil and gas field service roads in the River Bend Unit area.

Sediments on and surrounding the proposed well pad, and along its access and pipeline are shallow. Therefore, the possibility of buried and/or intact cultural materials on the proposed well pad or along its access and pipeline is low. Therefore, no additional archaeological work is necessary and clearance is recommended for the construction of the River Bend Unit #9-2F well pad, its access, and pipeline.

REFERENCES CITED

Childs, O.E.
1950 Geologic history of the Uinta Basin, Utah Geological and Mineralogical Survey. Guidebook to the Geology of Utah, No. 5:49-59.

Stokes, William D.
1986 Geology of Utah. Contributions by the Utah Museum of Natural History, and the Utah Geological and Mineral Survey Department of Natural Resources. Utah Museum of Natural History, Occasional Papers, No. 6.

Thornbury, William D.
1965 Regional Geomorphology of the United States. John Wiley & Sons, Inc.

Truesdale, James A., Kathleen E Hiatt, and Clifford Duncan
1995 Cultural Resource Inventory of the Proposed Ouray Gravel Pit Location, Uintah-Ouray Ute Reservation, Uintah County, Utah. Report prepared for U & W Construction, Ft. Duchesne, Utah by AIA, Laramie, Wyoming.

PALEONTOLOGY EVALUATION SHEET

PROJECT: XTO Energy, Inc. – RBU #9-2F

LOCATION: Nine miles south of Ouray, Uintah County, Utah. Section 2, 1619' FSL 520' FEL, T10S, R20E, S.L.B.&M.

OWNERSHIP: PRIV[ ] STATE[X] BLM[ ] USFS[ ] NPS[ ] IND[ ] MIL[ ] OTHER[ ]

DATE: April 11, 2008

GEOLOGY/TOPOGRAPHY: Rock outcrops in this area are the lower part of Uinta Formation, Eocene age. Road runs northeast into a drainage then hooks around southeast and south to the well pad. The pipeline begins at an existing pipeline and parallels the road to the pad. Much of the surface has rock fragments and sand with some Uinta Formation exposures. The well pad is on a north slope. A drainage runs across the northeast side of the pad.

PALEONTOLOGY SURVEY: YES [X] NO Survey [ ] PARTIAL Survey [ ]
Pedestrian Survey of Uinta Formation rock exposures at the well pad as well as along the road and pipeline.

SURVEY RESULTS: Invertebrate [ ] Plant [ ] Vertebrate [ ] Trace [ ] No Fossils Found [X]

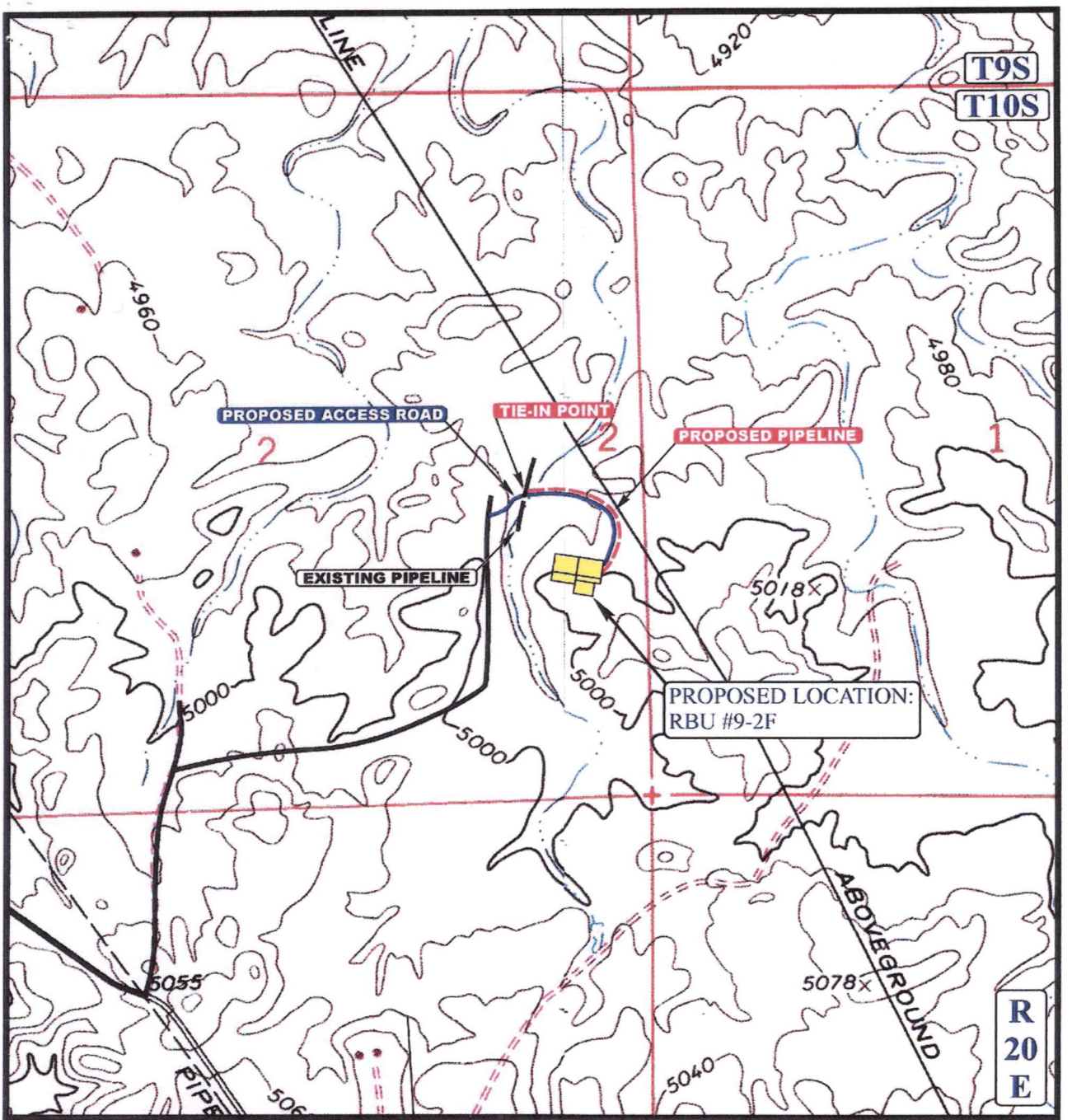
PALEONTOLOGY SENSITIVITY: HIGH [ ] MEDIUM [x] LOW [x] (PROJECT SPECIFIC)

MITGATION RECOMMENDATIONS: NONE [X] OTHER [ ] (SEE BELOW)

No recommendations are made for paleontology on well location.

There is always some potential for discovery of significant paleontological resources in the Uinta Formation. If significant vertebrate fossils (mammals, crocodiles, complete turtle shells, etc.) are encountered during construction, work should stop in that area and a paleontologist should be contacted to evaluate the material discovered.

PALEONTOLOGIST: Alden H. Hamblin
A.H. Hamblin Paleontological Consulting, 3793 N. Minersville Highway, Cedar City, Utah 84720 (435) 867-8355
Utah State Paleontological Permit # 07-355, BLM paleontological Resources Permit # UT-S-05-02,
Utah Professional Geologist License – 5223011-2250.



APPROXIMATE TOTAL PIPELINE DISTANCE = 1,146' +/-

LEGEND:

EXISTING PIPELINE

PROPOSED PIPELINE

PROPOSED ACCESS

N

XTO ENERGY, INC.

RBU #9-2F
SECTION 2, T10S, R20E, S.L.B.&M.
1619' FSL 520' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	11 MONTH	06 DAY	07 YEAR	D TOPO
SCALE: 1" = 1000'	DRAWN BY: Z.L.	REVISED: 00-00-00		

XTO ENERGY, INC.
RBU #9-2F
SECTION 2, T10S, R20E, S.L.B.&M.

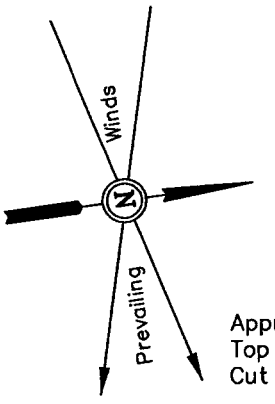
PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF STATE HIGHWAY 88; EXIT LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 17.0 MILES TO OURAY, UTAH; PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 9.9 MILES ON THE SEEP RIDGE ROAD TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; TURN LEFT AND PROCEED IN A NORTHERLY DIRECTION APPROXIMATLY 0.3 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHEAST; TURN RIGHT AND PROCEED IN A NORTHEASTERLY, THEN NORTHERLTY DIRECTION APPROXIMATELY 0.7 MIILES TO THE BEGINNING OF PROPOSED ACCESS TO THE EAST; FOLLOW ROAD FLAGS IN A EASTERLY THEN SOUTHEASTERLY DIRECTION APPORXIMATELY 0.25 MILES TO PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 42.15 MILES.

XTO ENERGY, INC.

LOCATION LAYOUT FOR

RBU #9-2F
SECTION 2, T10S, R20E, S.L.B.&M.
1619' FSL 520' FEL



SCALE: 1" = 50'
DATE: 11-29-07
Drawn By: S.G.

NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.

7 C-5.3' El. 6.9'
Topsoil Stockpile
9 F-5.3' EL. 4996.3'
Approx. Top of Cut Slope
65'
8 C-1.1' El. 2.7'
Sta. 3+55
Round Corners as Needed
Approx. Toe of Fill Slope
DATA
175'
160'
Pit Topsoil
FLARE PIT El. 7.7' C-6.1'
El. 11.7' C-20.1' (btm. pit)
CATWALK
PIPE RACKS
El. 5.5' C-3.9'
20' WIDE BENCH
6
D
C-1.7' El. 3.3'
TRAILER
27'
C
100'
15'
38'
135'
Sta. 1+80
1 F-5.1' El. 4996.5'
Total Pit Capacity W/2' of Freeboard = 13,260 Bbls. ±
Total Pit Volume = 3,620 Cu. Yds.
Slope = 1-1/2:1
5
SUBSTRUCTURE
SUBSTRUCTURE
KOOMEY & DOGHOUSE
H20 (480 BBLS)
El. 5.7' C-4.1'
TRAILER
TOILET
Reserve Pit Backfill & Spoils Stockpile
10' WIDE BENCH
140'
MUD PIT
CAT-399
CAT-399
L.P. HOUSE
DIESEL
DATA
RESERVE PITS (10' Deep)
BOILER
Sta. 0+70
STORAGE TANK
B
A
180'
Existing Drainage
El. 10.5' C-18.9' (btm. pit)
20' WIDE BENCH
C-1.6' El. 3.2'
55'
3 C-0.9' El. 2.5'
Sta. 0+00
2 F-2.6' El. 4999.0'
4 C-3.9' El. 5.5'
Proposed Access Road

Elev. Ungraded Ground at Location Stake = 5003.3'
Elev. Graded Ground at Location Stake = 5001.6'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

XTO ENERGY, INC.

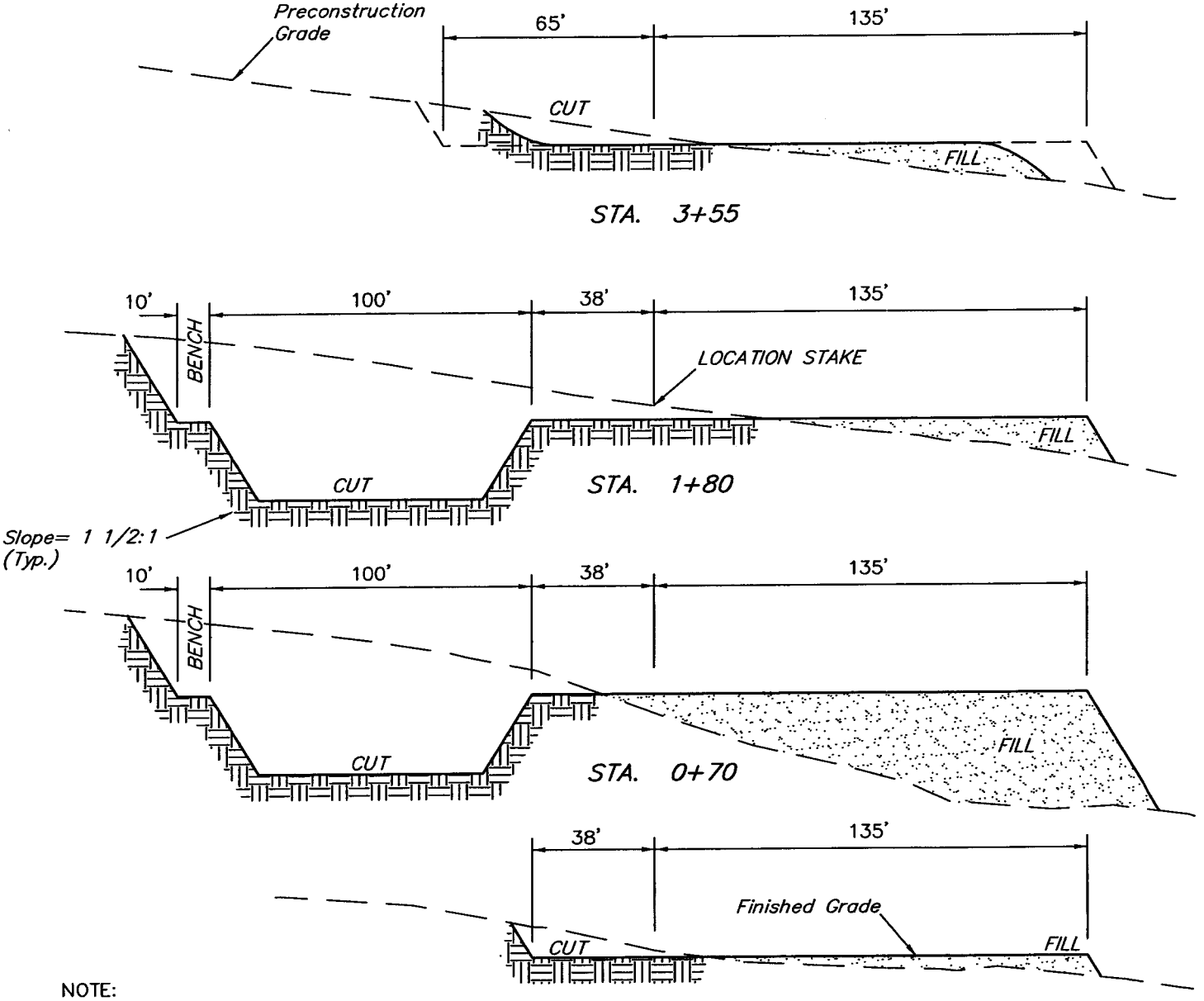
TYPICAL CROSS SECTIONS FOR

RBU #9-2F
SECTION 2, T10S, R20E, S.L.B.&M.
1619' FSL 520' FEL

1" = 20'
X-Section Scale
1" = 50'

DATE: 11-29-07
Drawn By: S.G.

REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY STATE OF UTAH



NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE YARDAGES

CUT

(6") Topsoil Stripping = *1,860* Cu. Yds.

Remaining Location = *10,890* Cu. Yds.

TOTAL CUT = *12,750* CU.YDS.

FILL = *9,050* CU.YDS.

* *NOTE:*
FILL QUANTITY INCLUDES 5% FOR COMPACTION

EXCESS MATERIAL = *3,700* Cu. Yds.

Topsoil & Pit Backfill (1/2 Pit Vol.) = *3,670* Cu. Yds.

EXCESS UNBALANCE (After Interim Rehabilitation) = *30* Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
*85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017*

XTO ENERGY, INC.

RBU #9-2F

LOCATED IN UINTAH COUNTY, UTAH
SECTION 2, T10S, R20E, S.L.B.&M.

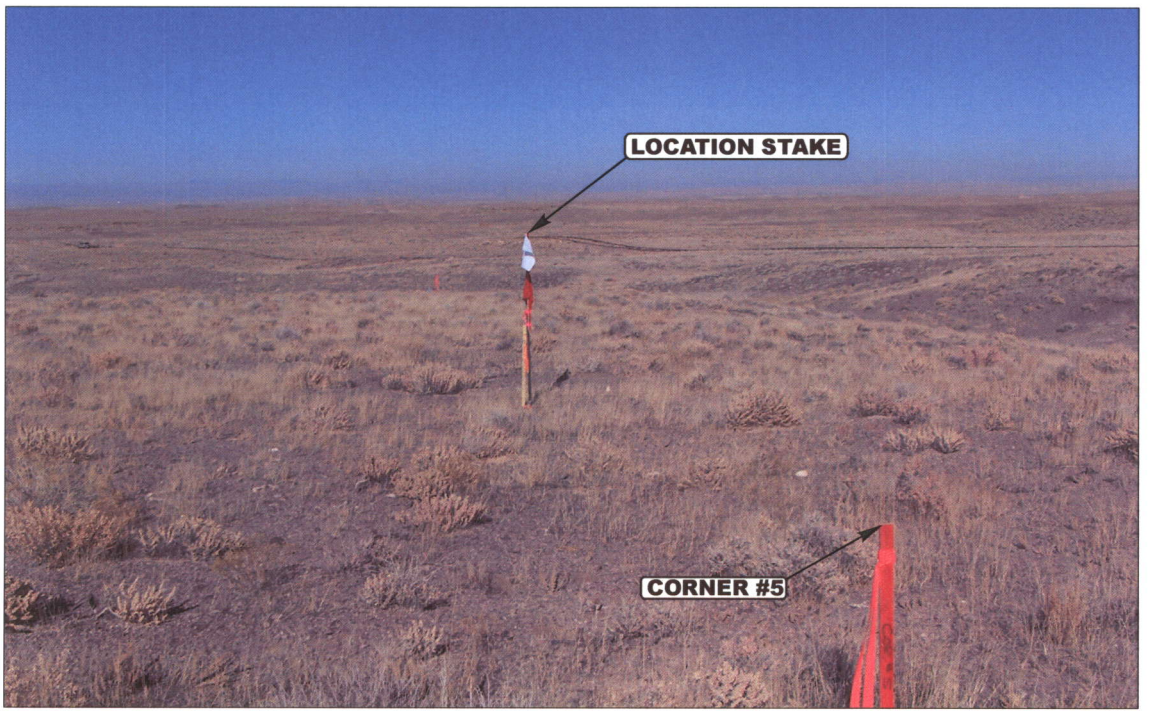


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE **CAMERA ANGLE: NORTHEASTERLY**

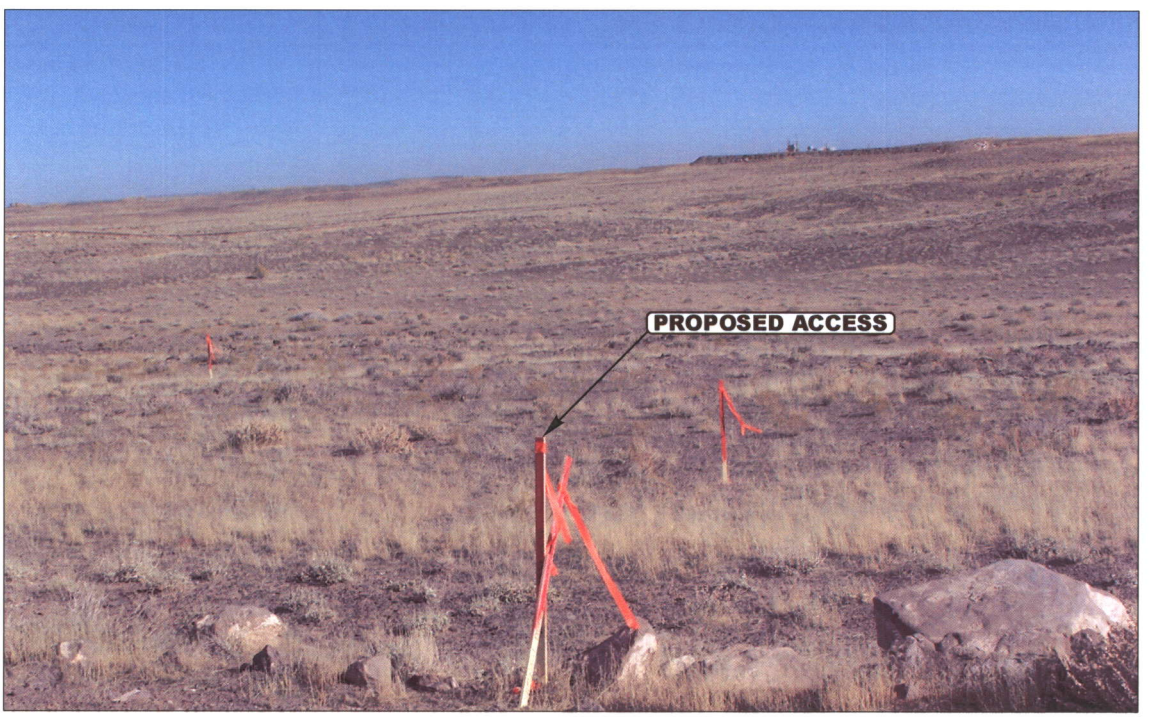
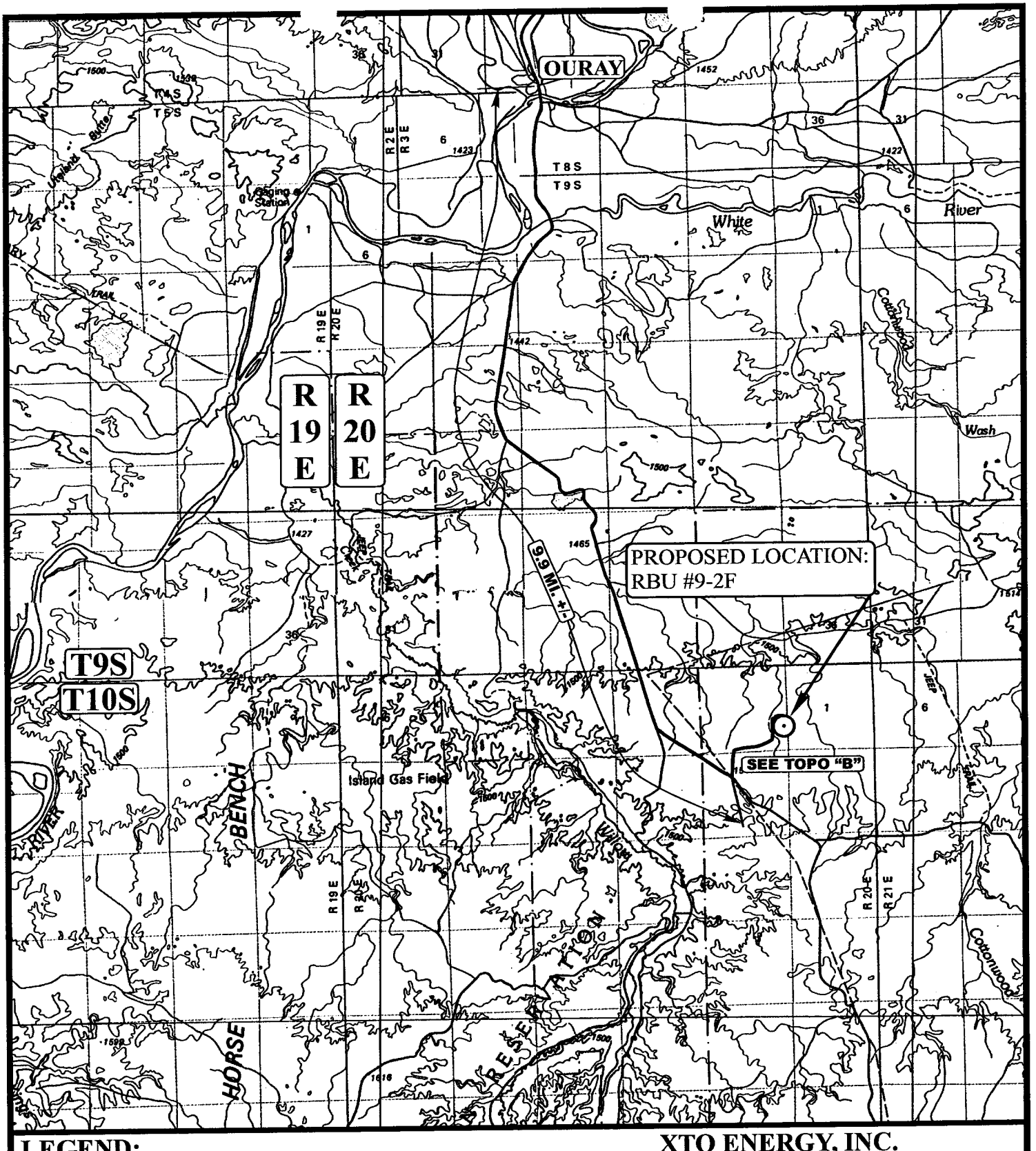


PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS **CAMERA ANGLE: EASTERLY**

- Since 1964 -
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS	11 MONTH	06 DAY	07 YEAR	PHOTO
TAKEN BY: G.S.	DRAWN BY: Z.L.	REVISED: 00-00-00		



LEGEND:

⊙ PROPOSED LOCATION

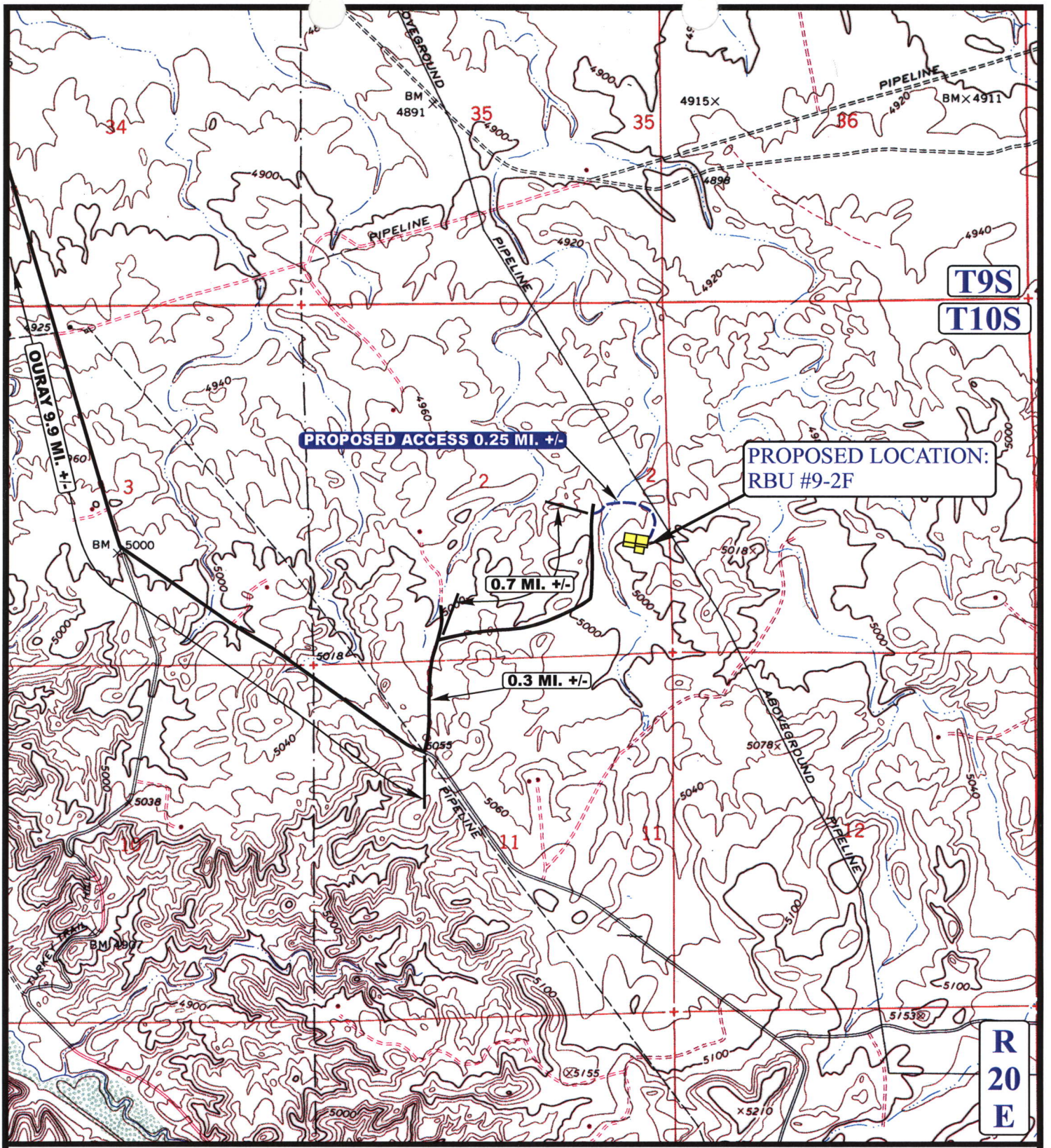
N

XTO ENERGY, INC.

RBU #9-2F
SECTION 2, T10S, R20E, S.L.B.&M.
1619' FSL 520' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	11 MONTH	06 DAY	07 YEAR	A TOPO
SCALE: 1 : 100,000	DRAWN BY: Z.L.	REVISED: 00-00-00		



LEGEND:

PROPOSED ACCESS ROAD

EXISTING ROAD

N

XTO ENERGY, INC.

RBU #9-2F

SECTION 2, T10S, R20E, S.L.B.&M.

1619' FSL 520' FEL

Uintah Engineering & Land Surveying

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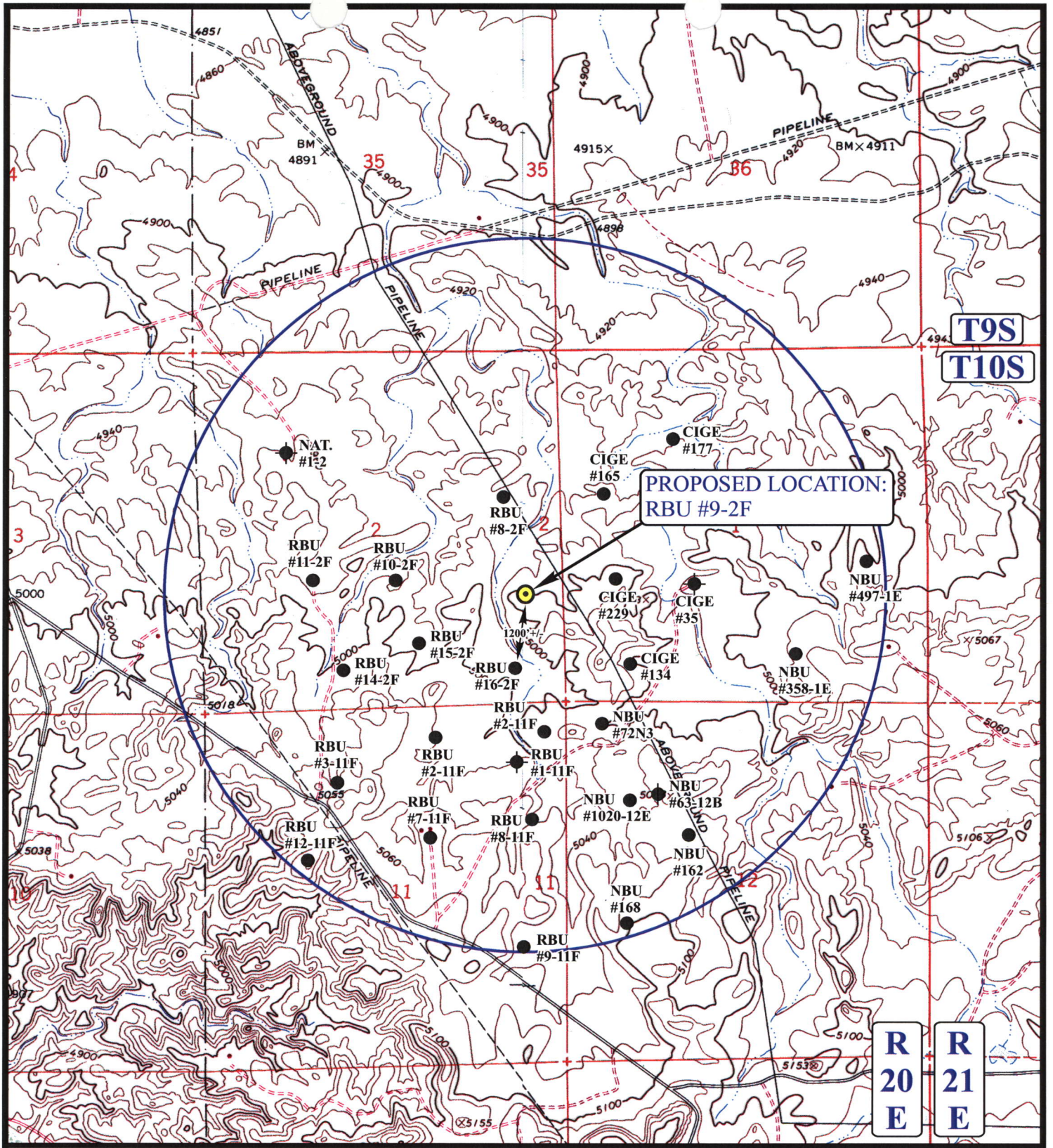
TOPOGRAPHIC MAP	11 MONTH	06 DAY	07 YEAR	B TOPO
SCALE: 1" = 2000'	DRAWN BY: Z.L.	REVISED: 00-00-00		



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

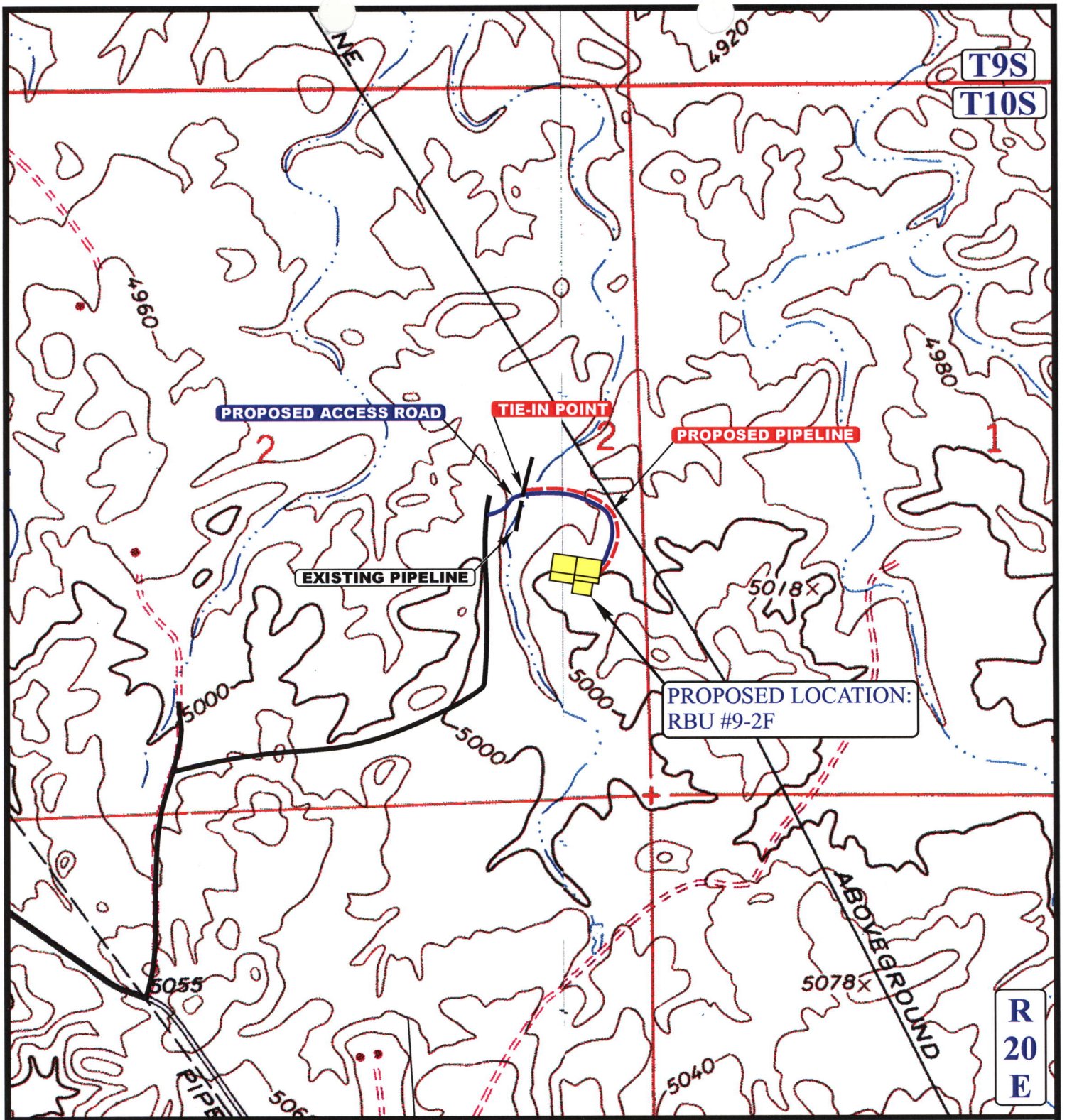
N

XTO ENERGY, INC.

RBU #9-2F
SECTION 2, T10S, R20E, S.L.B.&M.
1619' FSL 520' FEL

UELS
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	11 MONTH	06 DAY	07 YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: Z.L.	REVISED: 00-00-00		



APPROXIMATE TOTAL PIPELINE DISTANCE = 1,146' +/-

LEGEND:

EXISTING PIPELINE

PROPOSED PIPELINE

PROPOSED ACCESS

N

XTO ENERGY, INC.

RBU #9-2F

SECTION 2, T10S, R20E, S.L.B.&M.

1619' FSL 520' FEL

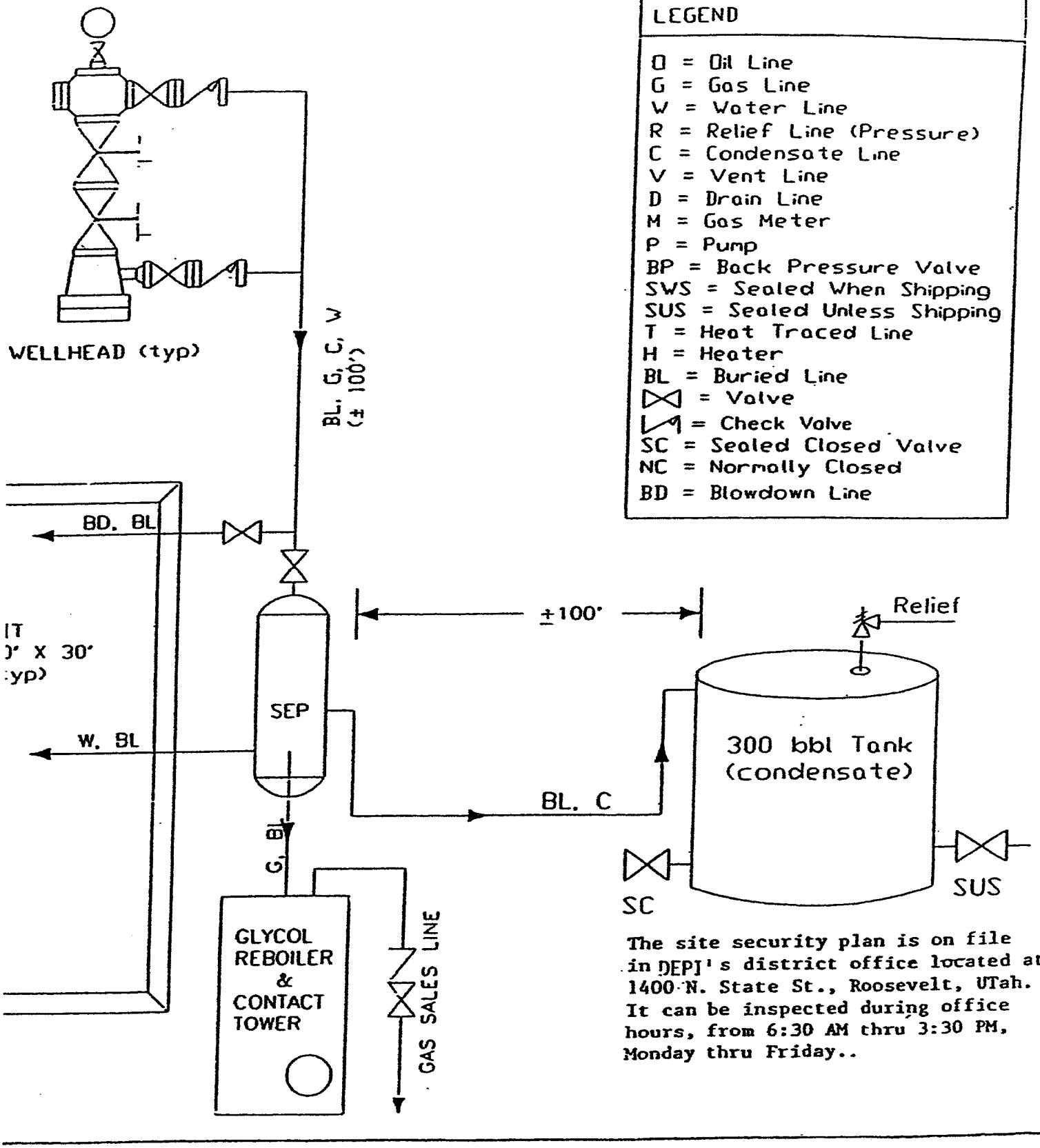
Uintah Engineering & Land Surveying

85 South 200 East Vernal, Utah 84078

(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 11 MONTH | 06 DAY | 07 YEAR | D TOPO

SCALE: 1" = 1000' | DRAWN BY: Z.L. | REVISED: 00-00-00



The site security plan is on file in DEPJ's district office located at 1400 N. State St., Roosevelt, UTah. It can be inspected during office hours, from 6:30 AM thru 3:30 PM, Monday thru Friday..

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 08/04/2008

API NO. ASSIGNED: 43-047-40289

WELL NAME: RBU 9-2F

OPERATOR: XTO ENERGY INC (N2615)

PHONE NUMBER: 435-722-4521

CONTACT: DON HAMILTON

PROPOSED LOCATION:

NESE 02 100S 200E

SURFACE: 1619 FSL 0520 FEL

BOTTOM: 1619 FSL 0520 FEL

COUNTY: UINTAH

LATITUDE: 39.97423 LONGITUDE: -109.6247

UTM SURF EASTINGS: 617444 NORTHINGS: 4425592

FIELD NAME: NATURAL BUTTES (630)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering	DKD	8/13/08
Geology		
Surface		

LEASE TYPE: 3 - State

LEASE NUMBER: ML-10716

SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: WSMVD

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

✓ Plat

✓ Bond: Fed[] Ind[] Sta[] Fee[]
(No. 104312762)

N Potash (Y/N)

Y Oil Shale 190-5 (B) or 190-3 or 190-13

✓ Water Permit
(No. 43-10991)

N RDCC Review (Y/N)
(Date:)

N/A Fee Surf Agreement (Y/N)

N/A Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.

Unit: RIVER BEND

___ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells

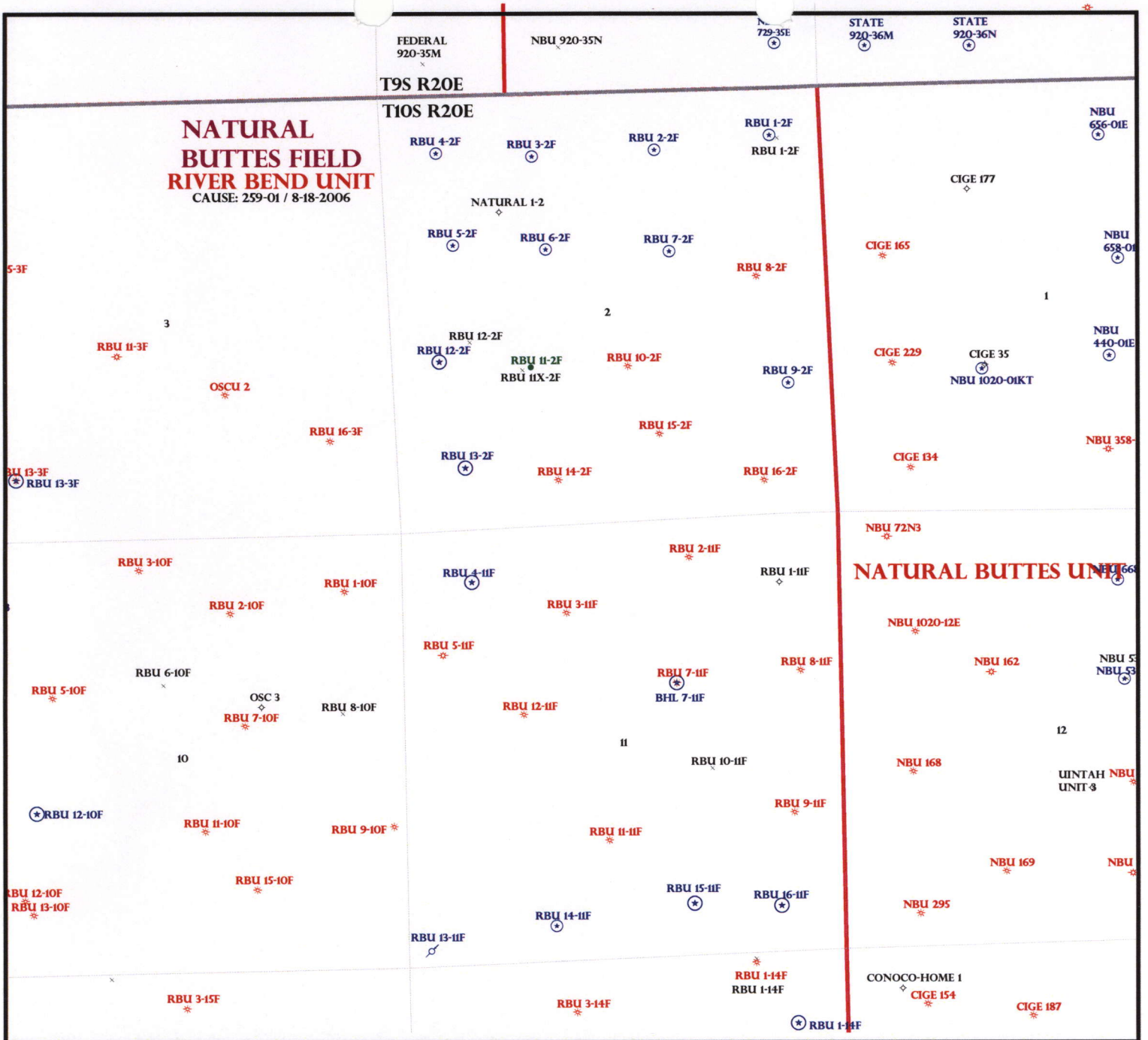
___ R649-3-3. Exception

✓ Drilling Unit
Board Cause No: 259-01
Eff Date: 8-18-2006
Siting: 460' fr ubdry & uncomm. Tracts

___ R649-3-11. Directional Drill

COMMENTS:

STIPULATIONS: 1- Federal Approval
2- Oil Shale
3- Surface Csg Cmt Strip
4- STATEMENT OF BASIS



OPERATOR: XTO ENERGY INC (N2615)

SEC: 2,11 T.10S R. 20E

FIELD: NATURAL BUTTES(630)

COUNTY: UINTAH

CAUSE: 259-01 / 8-18-2006

Field Status
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status
- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING

UTAH DNR
OIL, GAS & MINING

N
W E
S

PREPARED BY: DIANA MASON
DATE: 5-AUGUST-2008

Application for Permit to Drill
Statement of Basis

APD No	API WellNo	Status	Well Type	Surf Ownr	CBM
940	43-047-40289-00-00		GW	F	No

Operator XTO ENERGY INC **Surface Owner-APD**
Well Name RBU 9-2F **Unit** RIVER BEND
Field NATURAL BUTTES **Type of Work**
Location NESE 2 10S 20E S 1619 FSL 520 FEL GPS Coord (UTM) 617444E 4425592N

Geologic Statement of Basis

XTO proposes to set 2,400 feet of surface casing cemented to the surface. The base of the moderately saline water is estimated at 4,000 feet. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the center of Section 2. The Uinta Formation is made up of discontinuous sands interbedded with shales and are not expected to produce prolific aquifers. The proposed surface casing and cement should adequately protect any near surface aquifers. The production string cement should be brought up above the base of the moderately saline water to prevent it from mixing with fresher waters up hole.

Brad Hill — 8/18/2008
APD Evaluator — **Date / Time**

Surface Statement of Basis

The Federal Government is the surface owner at the proposed location. The operator is responsible for obtaining all surface permits or rights-of-way from the BLM.

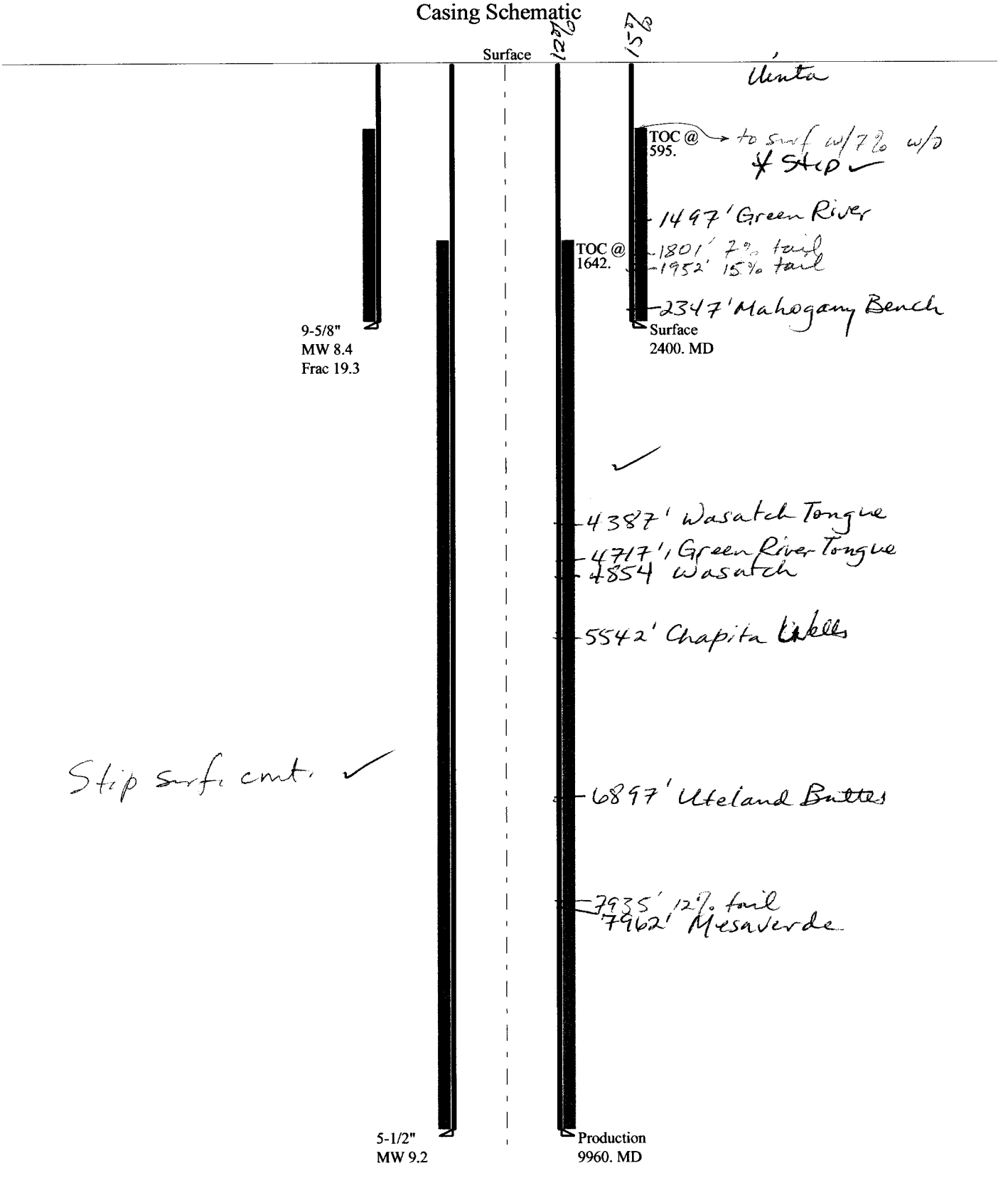
Brad Hill — 8/18/2008
Onsite Evaluator — **Date / Time**

Conditions of Approval / Application for Permit to Drill

Category	Condition
	None.

43047402890000 RBU 9-2F

Casing Schematic



Well name:	**43047402890000 RBU 9-2F**
Operator:	**XTO Energy, Inc.**
String type:	Surface
Project ID:	43-047-40289-0000
Location:	Uintah County

Design parameters:

Collapse

Mud weight: 8.400 ppg
Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 2,112 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 2,400 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 2,102 ft

Environment:

H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 99 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 185 ft

Cement top: 595 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 9,960 ft
Next mud weight: 9.200 ppg
Next setting BHP: 4,760 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 2,400 ft
Injection pressure: 2,400 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	2400	9.625	36.00	J-55	LT&C	2400	2400	8.796	1041.8

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1047	2020	1.929	2400	3520	1.47	86	453	5.24 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Minerals

Phone: 810-538-5357

Date: August 6,2008
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
Collapse is based on a vertical depth of 2400 ft, a mud weight of 8.4 ppg The casing is considered to be evacuated for collapse purposes.
Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	**43047402890000 RBU 9-2F**
Operator:	**XTO Energy, Inc.**
String type:	Production
Project ID:	43-047-40289-0000
Location:	Uintah County

Design parameters:

Collapse

Mud weight: 9.200 ppg
Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 2,569 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 4,760 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC:	1.80 (J)
8 Round LTC:	1.80 (J)
Buttress:	1.60 (J)
Premium:	1.50 (J)
Body yield:	1.50 (B)

Tension is based on air weight.
Neutral point: 8,570 ft

Environment:

H2S considered?	No
Surface temperature:	65 °F
Bottom hole temperature:	204 °F
Temperature gradient:	1.40 °F/100ft
Minimum section length:	368 ft
Cement top:	1,642 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft^3)
1	9960	5.5	17.00	N-80	LT&C	9960	9960	4.767	1300

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4760	6290	1.321	4760	7740	1.63	169	348	2.06 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Minerals

Phone: 810-538-5357

Date: August 6,2008
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
Collapse is based on a vertical depth of 9960 ft, a mud weight of 9.2 ppg The casing is considered to be evacuated for collapse purposes.
Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

BOPE REVIEW — XTO RBU 9-2F — API 43-047-40289-0000

INPUT

Well Name	XTO RBU 9-2F	API 43-047-40289-0000		
	String 1	String 2		
Casing Size (")	9 5/8	5 1/2		
Setting Depth (TVD)	2400	9960		
Previous Shoe Setting Depth (TVD)	0	2400		
Max Mud Weight (ppg)	8.4	9.2 ✓		
BOPE Proposed (psi)	0	3000		
Casing Internal Yield (psi)	3520	7740		
Operators Max Anticipated Pressure (psi)	4600	8.9 ppg ✓		

Calculations	String 1	9 5/8 "	
Max BHP [psi]	.052*Setting Depth*MW =	1048	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	760	NO Reasonable depth in area — no expected pressure
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	520	NO
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	520	← NO
Required Casing/BOPE Test Pressure		2400	psi
*Max Pressure Allowed @ Previous Casing Shoe =		0	psi *Assumes 1psi/ft frac gradient

Calculations	String 2	5 1/2 "	
Max BHP [psi]	.052*Setting Depth*MW =	4765	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	3570	NO
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	2574	YES ✓
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	3102	← NO O.K.
Required Casing/BOPE Test Pressure		3000	psi
*Max Pressure Allowed @ Previous Casing Shoe =		2400	psi *Assumes 1psi/ft frac gradient

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, Utah 84145-0155

IN REPLY REFER TO:
3160
(UT-922)

August 5, 2008

Memorandum

To: Assistant District Manager Minerals, Vernal District

From: Michael Coulthard, Petroleum Engineer

Subject: 2008 Plan of Development River Bend Unit Uintah County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following wells are planned for calendar year 2008 within the River Bend Unit, Uintah County, Utah.

API #	WELL NAME	LOCATION

(Proposed PZ Wasatch/MesaVerde)

43-047-40282	RBU 1-2F	Sec 02 T10S R20E 0570 FNL 0610 FEL
43-047-40283	RBU 2-2F	Sec 02 T10S R20E 0709 FNL 2011 FEL
43-047-40284	RBU 3-2F	Sec 02 T10S R20E 0748 FNL 1822 FWL
43-047-40285	RBU 4-2F	Sec 02 T10S R20E 0675 FNL 0666 FWL
43-047-40286	RBU 5-2F	Sec 02 T10S R20E 1808 FNL 0815 FWL
43-047-40287	RBU 6-2F	Sec 02 T10S R20E 1894 FNL 1934 FWL
43-047-40288	RBU 7-2F	Sec 02 T10S R20E 1957 FNL 1887 FEL
43-047-40289	RBU 9-2F	Sec 02 T10S R20E 1619 FSL 0520 FEL
43-047-40293	RBU 13-2F	Sec 02 T10S R20E 0796 FSL 0829 FWL
43-047-40294	RBU 12-2F	Sec 02 T10S R20E 2117 FSL 0575 FWL
43-047-40296	RBU 16-11F	Sec 11 T10S R20E 0554 FSL 0768 FEL
43-047-40297	RBU 15-11F	Sec 11 T10S R20E 0632 FSL 1822 FEL
43-047-40292	RBU 04-11F	Sec 11 T10S R20E 0610 FNL 0849 FWL

This office has no objection to permitting the wells at this time.

/s/ Michael L. Coulthard

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

August 18, 2008

XTO Energy, Inc.
P O Box 1360
Roosevelt, UT 84066

Re: RBU 9-2F Well, 1619' FSL, 520' FEL, NE SE, Sec. 2, T. 10 South, R. 20 East, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann.§ 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-40289.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Uintah County Assessor
Bureau of Land Management, Vernal Office
SITLA

1594 West North Temple, Suite 1210, PO Box 145801, Salt Lake City, UT 84114-5801
telephone (801) 538-5340 • facsimile (801) 359-3940 • TTY (801) 538-7458 • *www.ogm.utah.gov*

UTAH DNR
OIL, GAS & MINING

Operator: XTO Energy, Inc.

Well Name & Number RBU 9-2F

API Number: 43-047-40289

Lease: ML-10716

Location: NE SE **Sec.** 2 **T.** 10 South **R.** 20 East

Conditions of Approval

1. **General**

   Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. **Notification Requirements**

   The operator is required to notify the Division of Oil, Gas and Mining of the following action during drilling of this well:

   - 24 hours prior to cementing or testing casing – contact Dan Jarvis
   - 24 hours prior to testing blowout prevention equipment – contact Dan Jarvis
   - 24 hours prior to spudding the well – contact Carol Daniels
   - Within 24 hours of any emergency changes made to the approved drilling program – contact Dustin Doucet
   - Prior to commencing operations to plug and abandon the well – contact Dan Jarvis

   The operator is required to get approval from the Division of Oil, Gas and Mining before performing any of the following actions during the drilling of this well:

   - Plugging and abandonment or significant plug back of this well – contact Dustin Doucet
   - Any changes to the approved drilling plan – contact Dustin Doucet

   The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voice mail message if the person is not available to take the call):

   - Dan Jarvis at: (801) 538-5338 office (801) 942-0871 home
   - Carol Daniels at: (801) 538-5284 office
   - Dustin Doucet at: (801) 538-5281 office (801) 733-0983 home

3. **Reporting Requirements**

   All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. In accordance with Order in Cause No. 190-5(b) dated October 28, 1982, the Operator shall comply with requirements of Rules R649-3-31 and R649-3-27 pertaining to Designated Oil Shale Areas. Additionally, the operator shall ensure that the surface and/or production casing is properly cemented over the entire oil shale interval as defined by Rule R649-3-31. The Operator shall report the actual depth the oil shale is encountered to the Division.

7. Surface casing shall be cemented to the surface.

8. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

API Well No: 43047402890000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: ML-10716

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME: RIVER BEND

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: RBU 9-2F

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047402890000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410

PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1619 FSL 0520 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 02 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 8/18/2010	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO hereby requests a one year State extension on the permit for the referenced well.

Approved by the Utah Division of Oil, Gas and Mining

Date: August 13, 2009

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Eden Fine	505 333-3664	Permitting Clerk
SIGNATURE N/A		**DATE** 8/11/2009

RECEIVED August 11, 2009

The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43047402890000

API: 43047402890000
Well Name: RBU 9-2F
Location: 1619 FSL 0520 FEL QTR NESE SEC 02 TWNP 100S RNG 200E MER S
Company Permit Issued to: XTO ENERGY INC
Date Original Permit Issued: 8/18/2008

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- **If located on private land, has the ownership changed, if so, has the surface agreement been updated?** ○ **Yes** ◉ **No**
- **Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?** ○ **Yes** ◉ **No**
- **Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?** ○ **Yes** ◉ **No**
- **Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location?** ○ **Yes** ◉ **No**
- **Has the approved source of water for drilling changed?** ○ **Yes** ◉ **No**
- **Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?** ○ **Yes** ◉ **No**
- **Is bonding still in place, which covers this proposed well?** ◉ **Yes** ○ **No**

Approved by the Utah Division of Oil, Gas and Mining

Signature: Eden Fine **Date:** 8/11/2009
Title: Permitting Clerk **Representing:** XTO ENERGY INC

Date: August 13, 2009
By: Dustin Doucet

RECEIVED August 11, 2009

API Well No: 43047402890000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: ML-10716

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME: RIVER BEND

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: RBU 9-2F

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047402890000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410

PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1619 FSL 0520 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 02 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 8/18/2011	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	✓ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO hereby requests a one year extension on the State permit for the referenced well.

Approved by the Utah Division of Oil, Gas and Mining

Date: August 23, 2010

By:

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Eden Fine	505 333-3664	Permitting Clerk
SIGNATURE N/A		**DATE** 8/23/2010

United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Green River District-Vernal Field Office
170 South 500 East
Vernal, UT 84078
(435) 781-4400 Fax: (435) 781-4410
http://www.blm.gov/ut/st/en/fo/vernal.html

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SEP 0 7 2011

IN REPLY REFER TO:
3160 (UTG011)

Attn: Krista Wilson
XTO Energy, Inc.
San Juan Division
382 CR 3100
Aztec, NM 87410

43 047 40289

Re: Notice of State Lease APD Rescinded
Well No. RBU 9-2F
NESE, Sec. 2, T10S, R20E
Uintah County, Utah
Lease No. ML-10716
River Bend Unit

Dear Ms. Wilson:

The Bureau of Land Management (BLM) Vernal Field Office accepted the State of Utah Application for Permit to Drill (APD) for the above referenced well for unit purposes on October 6, 2008, and a Sundry Notice addressing the use of BLM managed lands associated with this APD was approved on October 6, 2008. This office received a copy of the APD Rescinded letter from the Utah Division of Oil Gas and Mining rescinding their approval to drill the referenced well effective August 24, 2011. In view of the foregoing, this office is rescinding its acceptance of the referenced APD and approval of the associated Sundry Notice.

If you have any questions regarding this matter, please contact Tyler Larsen at (435) 781-4488.

Sincerely,

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

cc: UDOGM (API No.43-047-40289)
Ken Secrest

RECEIVED
SEP 1 3 2011
DIV. OF OIL, GAS & MINING

GARY R. HERBERT
Governor
GREG BELL
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES
MICHAEL R. STYLER
Executive Director
Division of Oil, Gas and Mining
JOHN R. BAZA
Division Director

August 24, 2011

XTO Energy Inc.
382 Road 3100
Aztec, NM 87410

Re: APD Rescinded – RBU 9-2F, Sec. 2, T.10S, R. 20E
Uintah County, Utah API No. 43-047-40289

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on August 18, 2008. On August 13, 2009 and August 23, 2010 the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective August 24, 2011.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal
SITLA, Ed Bonner

1594 West North Temple, Suite 1210, PO Box 145801, Salt Lake City, UT 84114-5801
telephone (801) 538-5340 • facsimile (801) 359-3940 • TTY (801) 538-7458 • *www.ogm.utah.gov*

UTAH DNR OIL, GAS & MINING